

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF

COTTONWOOD CREEK METROPOLITAN DISTRICT
NO. 1

Held: Thursday, October 8, 2020, at 9:00 a.m.

Due to the Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

Attendance

The meeting of the Board of Directors of the Cottonwood Creek Metropolitan District No. 1 was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

James Spehalski
Barry Talley

Director Linda Talley was absent. All director absences are deemed excused unless otherwise noted in these minutes.

Also present: Kristin B. Tompkins, Esq., Audrey G. Johnson, Esq., and Ashley B. Frisbie; White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and Diane Wheeler, Simmons & Wheeler, P.C., District Accountant.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest
Disclosures**

Ms. Frisbie advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Frisbie reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Frisbie inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation

of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Administrative Matters

- Agenda Ms. Frisbie presented the Board with the agenda for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.
- Consider Election of Officers The Board engaged in discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board unanimously elected Director James Spehalski as President, Director Linda Talley as Treasurer, and Director Barry Talley as Secretary.
- Consider Adoption of Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings Ms. Frisbie presented the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.
- Public Comment None.
- Consent Agenda Ms. Frisbie reviewed the items on the consent agenda with the Board. Ms. Frisbie advised the Board that any item may be moved from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and/or adopted:
- Minutes from October 9, 2019 Meeting
 - Amended and Restated Public Records Request Policy
 - Resolution Establishing Electronic Signature Policy
 - 2019 Annual Report
 - Application for Exemption from 2019 Audit
 - Rescind Approval of Eligible Governmental Entity Agreement between the Statewide Internet Portal Authority and the District

Legal Matters

- Consider Adoption of 2021 Annual Administrative Resolution Ms. Frisbie presented the Board with the 2021 Annual Administrative Resolution. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Approval of Renewal of Property and Liability Schedule and Limits, Workers Compensation Coverage, and SDA Membership for 2021

The Board engaged in discussion regarding the renewal of the Property and Liability Schedule and Limits, Workers Compensation Coverage, and the SDA Membership for 2021. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the insurance renewals and authorized legal counsel to bind coverage.

Discuss District Website Design and Maintenance and Consider Approval of Independent Contractor Agreement with Heatherly Creative, LLC for Same

The Board engaged in a discussion regarding website design and maintenance and considered approval of the Independent Contractor Agreement with Heatherly Creative, LLC for the same. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Independent Contractor Agreement with Heatherly Creative, LLC for District Website Design and Maintenance and directed legal counsel to obtain the most cost effective options for setup of the website.

Discuss Imposition of a District Operations Fee

The Board deferred this item.

Discuss Central Aurora Regional Improvement Authority

Director Spehalski provided an update to the Board on the Central Aurora Regional Improvement Authority, noting that the City of Aurora is working to identify public improvements for the project.

Discuss Infrastructure Acquisition and Reimbursement Agreement with Cottonwood Creek Investments, LLC

Ms. Tompkins confirmed that the District does have an Infrastructure Acquisition and Reimbursement Agreement in place with Cottonwood Creek Investments, LLC, and it was noted that there are no additional costs that need to be certified at this time.

Financial Matters

Consider Approval of Payables/Financials

Ms. Wheeler presented the Board with the July 31, 2020 unaudited financial statements and check numbers 1065 - 1082 for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the financial statements, ratified check numbers 1065 – 1080, in the amount of \$1,265,607.01, and approved check numbers 1081 and 1082, in the amount of \$507.25.

Consider Approval of Set Up and Use of Bill.com to Process Invoices

Ms. Wheeler recommended that the District switch from paper checks to Bill.com, as it is more efficient and cost-effective for the District. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the set up and use of Bill.com to process invoices. It was noted that Director Spehalski will approve the invoices via Bill.com.

Conduct 2020 Budget Amendment Hearing and Consider Adoption of Resolution to Amend 2020 Budget

Director Spehalski opened the public hearing on the 2020 Budget Amendment. Ms. Frisbie noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Following discussion, the Board determined that a 2020 Budget Amendment was not necessary.

Conduct 2021 Budget Hearing and Consider Adoption of Resolution to Adopt 2021 Budget and Set Mill Levies

Director Spehalski opened the public hearing on the proposed 2021 Budget. Ms. Frisbie noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Wheeler presented the 2021 Budget to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor, and certifying 45.000 mills for the general fund, with changes as discussed and subject to receipt of the final assessed valuation.

Other Financial Matters

Discuss Revenue Projections

Director Spehalski discussed oil and gas production on District property, and requested that Ms. Wheeler obtain a breakdown of the District's tax revenues.

Other Business

Discuss District Design for 2020 and 2021

Director Spehalski provided an update on future operations.

Adjournment

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Barry L Talley
[Barry L Talley \(Apr 27, 2021 11:29 MDT\)](#)

Secretary for the Meeting