

MINUTES OF A JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS

OF

THE PLAZA METROPOLITAN DISTRICT NOS. 1-2

Held: Wednesday, November 16, 2022 at 3:00 p.m.

Via teleconference

Attendance

The Joint Regular meeting of the Boards of Directors of The Plaza Metropolitan District Nos. 1-2 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Mark Tompkins
Daniel Beer
Heidi Westlund
Andrea Schubert

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, Districts' General Counsel and Nancy Bach and Jason Carroll, CliftonLarsonAllen, LLP, Districts' Accountant.

**Call to Order/Declaration
of Quorum/
Reaffirmation of
Disclosures**

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

Combined Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official actions reflected in these minutes shall be deemed to be the actions of the Districts. Where necessary, actions taken by an individual District will be so reflected in these minutes.

**Conflict of Interest
Disclosures**

Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Murphy inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Ms. Murphy presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Ms. Murphy presented the items on the consent agenda to the Boards. Ms. Murphy advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded and unanimously carried, the Boards approved, ratified and/or adopted the following items:

- Minutes from June 1, 2022 Special Meeting.

Legal Matters

Consider Adoption of Joint 2023 Annual Administrative Resolution

Ms. Murphy presented the Joint 2023 Annual Administrative Resolution to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Adoption of Joint Resolution Calling May 2023 Election

Ms. Murphy presented the Joint Resolution Calling May 2023 Election to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution designating the Districts' website as the second method of providing notice of the call for nominations.

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

Ms. Murphy presented the Property Liability Schedule and Limits to the Boards. Following discussion, upon a motion duly made and seconded the Boards unanimously approved the schedule with excess liability coverage for District No. 1, workers compensation coverage for both Districts, and renewal of the SDA membership for 2023.

2023

Consider Approval of Extension of Management Agreement with B33 Services, LLC (District No. 1)

Ms. Murphy presented the Extension of Management Agreement with B33 Services, LLC to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the extension.

Consider Approval of Sign Easement Agreement with B33 Belmar II, LLC (District No. 1)

Ms. Murphy presented the Sign Easement Agreement with B33 Belmar II, LLC to the Board of District No. 1. Ms. Murphy noted that District No. 1 will be contributing 50% of the capital costs to renovate and repair the sign. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement.

Consider Approval of Access Easement Agreement for Lily Pad Lane with Belmar Block 7 Land, L.P. (District No. 1)

Ms. Murphy presented the Access Easement Agreement for Lily Pad Lane with Belmar Block 7 Land, L.P. to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement subject to final legal review.

Financial Matters

Consider Approval of Claims Payable (District No. 1)

Ms. Bach presented the Board of District No. 1 with the claims payable in the amount of \$69,782.53. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the claims.

Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget

The public hearing on the amended 2022 Budget was opened. Ms. Murphy 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. Bach reviewed the Resolution Amending the 2022 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution amending the Debt Service Fund to \$17,536,000.

Conduct Public Hearing on 2023 Budget and Consider Adoption of Resolution Adopting 2023 Budget, Imposing Mill Levy and Appropriating Funds

The public hearing on the proposed 2023 Budget was opened. Ms. Murphy 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. Bach reviewed the 2023 Budget Resolution with the Board of District No. 1. Following discussion regarding changes to the budget for the Block 2, Block 5, and Block 7 parking garages; the sign easement agreement; the security camera system; lighting upgrades; and the detention pond enhancements and, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 0.000 mills, subject to receipt of final assessed valuation.

Ms. Bach reviewed the 2023 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 25.000 mills, subject to receipt of final assessed valuation.

The Boards directed legal counsel and the District’s accountant to certify the mill levies by December 15, 2022 and file the 2023 Budget by January 30, 2023.

Approval of Special Districts Preparation Scope of Work and Payroll Services Scope of Work with Clifton Larson Allen LLP for District Accounting Services

Mr. Carroll presented the Special Districts Preparation Scope of Work and Payroll Services Scope of Work to the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Scopes.

Discussion Regarding Excess Cash in General Fund

Director Tompkins noted that approximately \$600,000 has been accumulating in the District No. 1 General Fund which will be used to finance safety and security benefits for the project.

Other Financial Matters

None.

Management/Facilities Update

Discussion Regarding Belmarsh Detention Pond Enhancements

Director Westlund noted that there is no update at this time.

Discussion Regarding Solar Power Agreements for Block 2, Block 5, and Block

Director Westlund noted that she is looking into the various solar power issues.

7 Parking Garages

Discuss Status of Vance Street Garage Repairs

Director Westlund presented to the Boards noting this is the Block 2 garage that will be incorporated into the 2022 budget.

Discuss Status of Rules and Regulations

Director Westlund and Director Schubert are working on this.

Consider Approval of Proposal for Street Lights

Director Westlund stated that the repair work is in progress.

Consider Approval of Proposal for Security Cameras

Director Westlund presented the Proposal for Security Cameras to the Boards. Director Westlund noted that most of the security cameras will be in parking garages to address vandalism, graffiti, thefts, etc. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the installation of security cameras in the amount of \$244, 800, with the contract subject to final legal review.

Consider Approval of Proposal for Overstreet Lighting

Director Westlund noted that at the last meeting this was approved for \$70,000.

Other Business

None.

Adjourn

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

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



Secretary for the Meeting, District Nos. 1-2

The foregoing minutes were approved on the 19th day of April, 2023.