

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

THE PLAZA METROPOLITAN DISTRICT NOS. 1-2

Held: Wednesday, November 15, 2023 at 3:00 p.m.

Via teleconference

Attendance

The Joint Special 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
Andrea Schubert
Heidi Westlund
Austin Tillack

Also present were Kristin B. Tompkins, Esq. White Bear Ankele Tanaka & Waldron, Attorneys at Law, Districts' General Counsel; 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. Tompkins advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins 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. Tompkins 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. Tompkins presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made the Boards approved the agenda as presented.

Public Comment

None.

Consent Agenda

Ms. Tompkins presented the items on the consent agenda to the Boards. Ms. Tompkins 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, the Boards approved, ratified and/or adopted the following items:

- Minutes from June 28, 2023 Special Meeting;
- 2022 Statutory Annual Report;
- 2022 Audit Engagement Letter with Simmons & Wheeler, P.C. to prepare 2022 Audit (District No. 1); and
- Contract with FastSigns for Installation of Wayfinding Signs (District No. 1)

Legal Matters

Consider Adoption of 2024 Joint Annual Administrative Resolution

Ms. Tompkins presented the 2024 Joint Annual Administrative Resolution to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution subject to updating Director Tompkins to President/Treasurer.

Approval of Renewal of Property and Liability Schedule and Limits, Workers Compensation Coverage and SDA Membership for 2024

Ms. Tompkins presented the property and liability schedule and limits, workers compensation coverage, and SDA membership for 2024 to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the renewal, subject to approval by Director Westlund.

Other Legal Matters

None.

Financial Matters

Consider Approval of Claims Payable (District No. 1)

Mr. Carroll presented the Claims in the amount of \$474,285.87 to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the claims.

Conduct Public Hearing on 2023 Budget Amendment and Consider Adoption of Resolution Amending 2023 Budget

The public hearing on the 2023 Budget Amendment was opened. Ms. Tompkins 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.

Mr. Carroll reviewed the Resolution Amending the 2023 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 General Fund to \$4,570,000.

Conduct Public Hearing on 2024 Budget and Consider Adoption of Resolution Adopting 2024 Budget, Imposing Mill Levy and Appropriating Funds

The public hearing on the proposed 2024 Budget was opened. Ms. Tompkins 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.

Mr. Carroll reviewed the 2024 Budget Resolution 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 adopting the 2024 Budget, with the addition of \$150,000 added to the arts and culture and community activation and parking operations to increase to \$125,000, and certifying mills as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Mr. Carroll reviewed the 2024 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 2024 Budget, appropriating funds therefor and certifying mills as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Consider Approval of Special Districts Preparation Scope of Work and Payroll Services Scope of Work with CliftonLarsonAllenLLP for District Accounting

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 Boards unanimously approved the Scopes.

Services

Consider Approval of 2023 Audit Engagement Letter with Simmons & Wheeler, P.C. to prepare 2023 Audit (District No. 1)

Mr. Carroll presented the engagement letter with Simmons & Wheeler to prepare 2023 Audit 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 engagement of Simmons & Wheeler in the amount of \$8,500.

Other Financial Matters

None.

Management/Facilities Update

Director Westlund provided an update to the Boards regarding 2023 items:

- Security Cameras installed and finalized in August
- Completion of BelMarsh Detention Pond Project in July
- Completion of Vance Street Garage repairs
- Wayfinding signage to be installed
- Construction beginning in Q1 of 2024 by Doran

Other Business

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.

Heidi Westlund

Secretary for the Meeting, District Nos. 1-2

The foregoing minutes were approved on the 18th day of January, 2024.