

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE REGENCY METROPOLITAN DISTRICT HELD JUNE 9, 2020

A Special Meeting of the Board of Directors of the Regency Metropolitan District (referred to hereafter as "Board") was convened on Tuesday, June 9, 2020, at 4:30 p.m. The meeting was open to the public.

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

#### ATTENDANCE

#### Directors In Attendance Were:

Thomas J. Brinkman II  
James E. Marshall  
Shelley Marshall

Following discussion, upon motion duly made by Director Shelley Marshall, seconded by Director James Marshall and, upon vote, unanimously carried, the absence of Scott Marshall was excused.

#### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Christopher Brummitt, Esq.; McGeady Becher P.C.

Eric Weaver; Marchetti & Weaver, LLC

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

It was noted that a quorum was present and Attorney Brummitt requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Brummitt noted that conflict disclosure

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statements have been filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

### **ADMINISTRATIVE MATTERS**

**Agenda:** Ms. Finn distributed for the Board's review and approval a proposed agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Thomas Brinkman, seconded by Director James Marshall and, upon vote, unanimously carried, the agenda was approved, as presented.

**Meeting Location/Manner and Posting of Meeting Notice:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board noted that due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

Ms. Finn reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Thomas Brinkman, seconded by Director James Marshall, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District as least 24 hours prior to each meeting at the following location: at the intersection of Angelica Drive and Caraway Lane, Parker, Colorado.

**District's Website:** Ms. Finn note for the Board that the District's website has been created.

**May 5, 2020 Election:** Ms. Finn noted for the Board that the May 5, 2020 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. Directors Shelley Marshall and Lisa Brinkman were each deemed elected to 3-year terms ending in May, 2023. However, Director Lisa Brinkman did not sign an Oath of Director within 30 days of the election, so her position became vacant, retroactive to May 5, 2020.

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**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Brinkman, seconded by Director James E. Marshall and, upon vote, unanimously carried, the following slate of officers was appointed:

|                     |                       |
|---------------------|-----------------------|
| President           | Thomas J. Brinkman II |
| Treasurer           | Scott Marshall        |
| Secretary           | Ann E. Finn           |
| Assistant Secretary | James E. Marshall     |
| Assistant Secretary | Shelley D. Marshall   |

**Minutes:** The Board reviewed the minutes of the October 8, 2019 Regular Meeting.

Following discussion, upon motion duly made by Director Brinkman, seconded by Director Shelley Marshall and, upon vote, unanimously carried, the minutes of the October 8, 2019 Regular Meeting were approved, as presented.

**SDA 2020 Annual Conference:** Ms. Finn discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them.

### **FINANCIAL MATTERS**

**Claims:** Mr. Weaver reviewed with the Board the payment of claims for the period ending September 1, 2019 through May 31, 2020 for the total amount of \$272,604.50.

Following discussion, upon motion duly made by Director Shelley Marshall, seconded by Director Brinkman and, upon vote, unanimously carried, the Board ratified approved the payment of claims, as presented.

**Unaudited Financial Statements / Schedule of Cash Position:** Mr. Weaver reviewed with the Board the unaudited financial statements for the period ending May 31, 2020.

Following discussion, upon motion duly made by Director Brinkman, seconded by Director James Marshall and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending May 31, 2020, as presented.

**2019 Audit:** Mr. Weaver reviewed with the Board the draft 2019 Audit.

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Following review and discussion, upon motion duly made by Director James Marshall, seconded by Director Shelley Marshall, and upon vote, unanimously carried, the Board approved the 2019 Audited Financial Statements and authorized the execution of the Representations Letter.

**2021 Budget Preparation:** The Board discussed the preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director James Marshall, seconded by Director Brinkman and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 budget. The Board determined to hold the public hearing to consider adoption of the 2021 Budget on October 13, 2020, at 3:30 p.m., to be held at the Colorado Escrow and Title, 10851 South Crossroads Drive, Suite B, Parker, Colorado 80134.

**PUBLIC COMMENT** There was no public comment.

**LEGAL MATTERS** There were no legal matters to discuss at this time.

**OTHER MATTERS** There were no other matters to discuss at this time.

**ADJOURNMENT** There being no further business to come before the Board at this time, upon motion duly made by Director Shelley Marshall, seconded by Director Brinkman and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By:   
Secretary for the Meeting