

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF PINERY COMMERCIAL
METROPOLITAN DISTRICT NOS. 1 & 2

Held: Friday, November 20, 2020 at 11:00 a.m.

*The meeting was held via teleconference due to the State of
Emergency declared by Governor Polis and Public Health
Order 20-23 Implementing Social Distancing Measures,
and threat posed by the COVID-19 coronavirus.*

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

Craig Campbell
Tom Morton

Also present were Blair M. Dickhoner, Esq. White, Bear, Ankele, Tanaka & Waldron, District General Counsel; and Alex Fink, CliftonLarsonAllen, LLP, District Accountant.

**Call to Order/Declaration
of Quorum**

Director Campbell noted that a quorum of the Boards was present and the Directors had confirmed their qualification to serve and called the meeting to order.

Director Disclosures

Mr. Dickhoner advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner 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 Boards. Mr. Dickhoner noted that a quorum was present and 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. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meeting

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 action reflected in these minutes shall be

deemed to be the action of both Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Approval of Agenda

Mr. Dickhoner presented the proposed agenda to the Boards for consideration. Following discussion, upon motion duly made, the Boards unanimously approved the agenda as amended to remove items 9.a.i., 9.b.i., 9.c.i., and 9.d.ii., and add item 10.d. Authorize District Accountant to Obtain Proposals for 2020 audit.

Consider Adoption of Joint Resolution Establishing Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings

Mr. Dickhoner presented the Boards with the Joint Resolution Establishing Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Election of Officers

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Campbell as President and Treasurer and Director Morton as Secretary.

Public Comment

None.

Consent Agenda

Mr. Dickhoner advised the Boards that any item may be removed 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 adopted:

- a. Consider Approval of Minutes from November 15, 2019 special meeting
- b. Consider Adoption of 2021 Annual Administrative Resolution
- c. Consider Adoption of Joint Resolution Establishing Electronic Signature Policy
- d. Consider Ratification of Independent Contractor Agreement between District No. 1 and Jim's Pride Landscaping and Maintenance, Inc., d/b/a JPL Cares for Landscape Maintenance
- e. Consider Renewal of Property and Liability Schedule and Limits, Workers' Compensation and SDA Membership

Legal Matters

Consider Approval of Resolution Regarding Acceptance of District Eligible Costs

Mr. Dickhoner presented the Board of District No. 1 with the Resolution Regarding Acceptance of District Eligible Costs for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution.

Discuss Landscape Maintenance Services for 2021

The Boards engaged in general discussion regarding landscape maintenance services for 2021. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 authorized continuing services with Jim's Pride Landscaping, d/b/a JPL Cares for Landscape Maintenance for 2021.

Boundary Adjustments

Conduct Public Hearing to consider Petition for Inclusion of Property into District No. 2

Director Campbell opened the public hearing on the Petition for Inclusion of Property (Pinery Commercial Metro Districts 1 & 2 Parcels). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Inclusion of Property by the Board of Directors of District No. 2 (Pinery Commercial Metro Districts 1 & 2 Parcels)

Mr. Dickhoner reviewed the Petition and Resolution and Order for Inclusion of Property with the Board of District No. 2. The Board considered the factors to determine whether to grant or deny the petition for inclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for inclusion.

Conduct Public Hearing to consider Petition for Exclusion of Property from District No. 2

Director Campbell opened the public hearing on the Petition for Exclusion of Property (Pinery Water and Waste Water District Parcels). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Exclusion of Property by the Board of Directors of District No. 2 (Pinery Water and Waste Water District Parcels)

Mr. Dickhoner reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board considered the factors to determine whether to grant or deny the petition for inclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for exclusion.

Financial Matters

Payables/Financials	Mr. Fink presented the Boards with the September 30, 2020 unaudited financials and claims payable for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously accepted the financial and approved the claims.
Public Hearing on 2020 Budget Amendment	Director Campbell opened the public hearing on the 2020 Budget Amendment. Mr. Dickhoner 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.
<i>Consider Approval of Resolution Amending 2020 Budget (if needed)</i>	Mr. Fink reviewed the Resolution Amending the 2020 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 \$134,095 and the Capital Fund to \$4,700,000.
Public Hearing on 2021 Proposed Budgets	Director Campbell opened the public hearing on the proposed 2021 Budgets. Mr. Dickhoner 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.
<i>Consider Approval of Resolution Adopting 2021 Budget and Certifying Mill Levy</i>	<p>Mr. Fink reviewed the 2021 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills for the general fund, and 40.000 mills for the debt service fund.</p> <p>Mr. Fink reviewed the 2021 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills for the general fund, and 40.000 mills for the debt service fund.</p>
Authorize District Accountant to Obtain Proposals for 2020 audit	The Board of District No. 1 engaged in discussion regarding 2020 Audit matters. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 authorized the District's Accountant to solicit proposals from Auditors, and Director Campbell to approve same.

Other Business

Discuss District Website Options

The Board engaged in discussion regarding District website options. Following discussion, the Boards agreed to continue to pursue establishing a website through the State Internet Portal Authority as previously authorized.

Discuss Status of Bond Transaction

The Board discussed the status of the contemplated issuance. It was noted that the transaction is not imminent and there was no further update on timing at this time.

Adjourn

There being no further business to come before the Boards, and following discussion and upon 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 and were approved on the 25th day of March, 2021.


Tom Morton (Mar 31, 2021 11:37 MDT)

Secretary for the Meeting