

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE INDY OAK TOD METROPOLITAN DISTRICT (THE "DISTRICT") HELD MAY 18, 2020

A special meeting of the Board of Directors of the Indy Oak TOD Metropolitan District (referred to hereafter as the "Board") was convened on Monday, May 18, 2020, at 6:00 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by teleconference via Zoom. The meeting was open to the public with teleconference via Zoom Meeting.

Directors in Attendance Were:

Eric Dome
John Heikes
Kristen Miller
Raymond Gilmore
Jonnye Phifer

Also, In Attendance Were:

Peggy Ripko; Special District Management Services, Inc. ("SDMS")

Elisabeth A. Cortese, Esq; McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Brenda Owings; Century Communities

Phil O'Connor, Charlotte Salerno, Beri Cary, Marilyn Hartzell, Zdrovka Millenova, Connor Allison, Shanna Hanson, and Todd Gearhart; Homeowners

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Attorney Cortese noted a quorum was present and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested 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

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members prior to this meeting in accordance with statute. It was noted by Attorney Cortese that disclosures of potential conflicts of interest were filed with the Secretary of State for Director Dome.

ADMINISTRATIVE MATTERS

Agenda: Ms. Ripko reviewed the proposed Agenda for the District's special meeting with the Board.

Following discussion, upon motion duly made by Director Phifer, seconded by Director Gilmore and, upon vote, unanimously carried, the Agenda was approved, as amended.

Approval of Meeting Location: 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. Following discussion, upon motion duly made by Director Phifer, seconded by Director Gilmore and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, the Board determined to conduct this meeting via teleconference and encouraged public participation via teleconference. The Board noted that notice of this meeting and teleconference number was duly posted and that it had not received any objections to the meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Results of May 5, 2020 Regular Election: Ms. Ripko discussed with the Board the results of the May 5, 2020 Regular Mail Ballot Election for Directors ("Election"). It was noted that Directors Heikes, Miller, and Phifer were elected to three-year terms ending May 2023 and Director Gilmore was elected for a two-year term ending May 2022. It was noted that all new electors had taken their Oaths of Office and the Oaths had been filed with all required agencies prior to this meeting.

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

Following discussion, upon motion duly made by Director Phifer, seconded by Director Miller and, upon vote, unanimously carried, the following slate of officers was appointed:

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President	Jonnye Phifer
Treasurer	Eric Dome
Secretary	Peggy Ripko
Assistant Secretary	John Heikes
Assistant Secretary	Kristen Miller
Assistant Secretary	Raymond Gilmore

Minutes: The Board reviewed the Minutes of the April 21, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Gilmore, seconded by Director Heikes and, upon vote, unanimously carried, the Minutes of the April 21, 2020 Special Meeting were approved.

2020 SDA Conference: Ms. Ripko discussed the Annual Special District Association (“SDA”) Conference and noted registration opens July 1, 2020 for Board members.

PUBLIC COMMENTS

Attorney Cortese and Ms. Ripko addressed questions regarding parking matters and towing.

FINANCIAL MATTERS

Claims: Ms. Wheeler discussed with the Board the payment of claims for the period ending May 18, 2020, in the amount of \$38,088.93.

Following discussion, upon motion duly made by Director Gilmore, seconded by Director Dome and, upon vote, unanimously carried, the Board ratified approval of the payment of claims for the period ending May 18, 2020, in the amount of \$38,088.93.

Following further discussion, upon motion duly made by Director Phifer, seconded by Director Heikes and, upon vote, unanimously carried, the Board approved Director Dome as the primary signer on checks.

Unaudited Financial Statements: Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending March 31, 2020.

Following review and discussion, upon motion duly made by Director Dome, seconded by Director Gilmore and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2020.

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Payment for Directors: The Board discussed payment of Directors' Fees. Following discussion, the Board determined to waive payment of Directors' Fees at this time.

Signers on District Bank Accounts: The Board discussed adding all Board members as signatories on the Bank Accounts.

Following discussion, upon motion duly made by Director Phifer, seconded by Director Gilmore, and upon vote, unanimously carried the Board authorized all Board members as signatories on the District Accounts.

LEGAL MATTERS

Resolution No. 2020-05-01; Regarding Continuing Disclosure Policies and Procedures: Attorney Cortese presented the Board Resolution No. 2020-05-01; Regarding Continuing Disclosure Policies and Procedures. The Board deferred action at this time.

Intergovernmental Agreement for Oak Street Trail Connection Costs between the City of Lakewood, Colorado and Indy Oak TOD Metropolitan District ("IGA"): Attorney Cortese presented the IGA to the Board. The Board directed Attorney Cortese to negotiate the term of the agreement with the City.

Board Orientation: The Board discussed Board Orientation. Ms. Ripko noted that this would be scheduled as a special meeting in July.

Technical Amendment to Covenant and Restrictions of Oak Street Townhomes: Attorney Cortese explained to the Board that Century at Oak Street, LLC is working on a technical amendment, as allowed pursuant to the Covenants and Restrictions of Oak Street Townhomes. Attorney Cortese will update the Board as more information becomes available

COVENANT ENFORCEMENT/ DESIGN REVIEW

Potential Parking Committee and Appointment to the Same: The Board discussed the potential need to appoint a parking committee.

Following discussion, upon motion duly made by Director Phifer, seconded by Director Miller and, upon vote, unanimously carried, the Board determined to establish a parking committee and appointed the following individuals to the committee:

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- Kristen Miller
- Jonnye Phifer
- Charlotte Salerno
- Todd Gearhart
- Zdrovka Millenova
- Phil O'Connor

Landscaping and Sprinklers: The Board inquired about the landscaping and sprinkler issues. Ms. Ripko reported she is working with Century Communities to remedy the landscaping issues.

OTHER BUSINESS

There were no other business matters at this time.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Miller, seconded by Director Phifer and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By



Secretary for the Meeting