

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE INDY OAK TOD METROPOLITAN DISTRICT (THE "DISTRICT") HELD DECEMBER 12, 2023

A Special Meeting of the Board of Directors of the Indy Oak TOD Metropolitan District (referred to hereafter as the "Board") was convened on Tuesday, December 12, 2023, at 6:00 p.m. This District Board meeting was held by Zoom. The meeting was open to the public via Zoom.

Directors in Attendance Were:

Nicholas Coy
Aaron Anderson

Director Eric Knorr was absent and excused.

Also In Attendance Were:

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

Suzanne Meintzer, Esq. and Jay Morse, Esq.; McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Ms. Ripko 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 and to the Board. 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. Ms. Ripko noted for the record that no disclosures were made by any members of the Board prior to this meeting as all Board members are residents of the District and no disclosures were made during the meeting.

**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 Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board approved the Agenda.

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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 Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board determined to conduct this meeting via Zoom and encouraged public participation via Zoom. 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.

Minutes: The Board reviewed the Minutes of the July 18, 2023 Special Meeting.

Following discussion, upon motion duly made by Director Coy, seconded by Director Anderson and, upon vote unanimously carried, the Board approved the July 18, 2023 Minutes.

Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: The Board discussed the business to be conducted in 2024. Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board adopted Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices and determined to hold 2024 meetings on April 22, 2024, August 26, 2024, and October 21, 2024, at 6:00 p.m. via Zoom.

Insurance Matters: The Board discussed Insurance matters.

Cyber Security and Increased Crime Coverage: The Board discussed cyber security and determined that the District will carry increased Cyber Security and Crime Coverage with a policy limit of \$250,000.

Insurance Committee: The Board discussed the establishment of the insurance committee and determined it was not necessary.

Renewal of the District's insurance and Special District Association (SDA) membership for 2024: The Board discussed the renewal of the District's insurance and Special District Association (SDA) membership for 2024 and authorized same.

Section 32-1-809, C.R.S. Requirements (Transparency Notice): Ms. Ripko discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board.

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Following discussion, the Board directed Ms. Ripko to post the special district transparency notice on the District Website and the Special District Association website.

Resignation of Jonnye Phifer: The Board acknowledged the resignation of Jonnye Phifer from the Board of Directors, effective May 26, 2023.

Resignation of Hunter Thompson: The Board acknowledged the resignation of Hunter Thompson from the Board of Directors, effective July 19, 2023.

Board Vacancies: The Board discussed the vacancies on the Board of Directors.

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

President	Eric Knorr
Treasurer	Aaron Anderson
Secretary (non-elected)	Peggy Ripko
Assistant Secretary	Nicholas Coy

PUBLIC COMMENT None.

FINANCIAL MATTERS

Payment of Claims: The Board reviewed with the Board the payment of claims.

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board ratified approval of the payment of claims.

Unaudited Financial Statements: The Board reviewed the unaudited financial statements for the period ending September 30, 2023.

Following discussion, upon motion duly made by Director Coy, seconded by Director Anderson and, upon vote unanimously carried, the Board approved the unaudited financial statements for the period ending September 30, 2023.

2023 Audit Preparation: Ms. Ripko discussed with the Board the engagement of Wipfli LLP for preparation of the 2023 Audit.

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Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote, unanimously carried, the Board approved the engagement of Wipfli LLP for preparation of the 2023 Audit.

Public Hearing on Amendment to 2022 Budget: Deferred.

Public Hearing on Amendment to 2023 Budget: The President opened the public hearing to consider an amendment to the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider amendment to the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, the Board noted that the proposed amendment relating to the debt refinancing had already been adopted during the July 2023 meeting.

Public Hearing on 2024 Budget: The President opened the public hearing to consider the proposed 2024 Budget and discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2024 Budget and the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing. No public comments were received, and the public hearing was closed.

Ms. Wheeler reviewed the estimated 2023 expenditures and the proposed 2024 expenditures with the Board.

Upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board approved the 2024 Budget, and considered adoption of Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution to Set Mill Levies (55.433 mills in the General Fund and 42.641 mills in the Debt Service Fund, for a total mill levy of 98.074 mills.)

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy, and upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Jefferson County pending final

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certification of value. Ms. Ripko was directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2024.

Mill Levy Adjustment Resolution: The Board determined that the Mill Levy Adjustment Resolution was not necessary.

DLG-70 Mill Levy Certification Form: Following discussion, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties. The Board directed Ms. Ripko to file the form with the Board of County Commissioners and other interested parties.

Preparation of 2025 Budget: Following discussion, the Board appointed the District Accountant to prepare the District's 2025 Budget.

LEGAL MATTERS

Resolution Amending Policy on Colorado Open Records Act Requests: The Board discussed the Resolution Amending Policy on Colorado Open Records Act Requests.

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board adopted Resolution Amending Policy on Colorado Open Records Act Requests.

Proposal from Waste Management of Colorado, Inc.: The Board reviewed the proposal from Waste Management of Colorado, Inc. Waste Management of Colorado, Inc. ("WM") for waste management services.

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board approved the proposal from WM for waste management services.

Property Fencing and Retaining Walls in Pearson Grove: Attorney Meinzer discussed the fencing and retaining wall matters with the Board. The Board determined that an executive session was not necessary.

LANDSCAPE MATTERS

Update Regarding Landscape Maintenance: The Board discussed updates regarding landscape maintenance.

Change Order No. 3 to the Service Agreement for Landscape Maintenance: The Board discussed Change Order No. 3 to the Service Agreement for

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Landscape Maintenance between the District and Environmental Designs, Inc., in the amount of \$2,108.00.

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board ratified Change Order No. 3 to the Service Agreement for Landscape Maintenance between the District and Environmental Designs, Inc., in the amount of \$2,108.00.

2023 Maintenance Agreement: The Board discussed the 2023 Maintenance Agreement with Environmental Designs, Inc., for winter services and dog stations.

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy and, upon vote unanimously carried, the Board approved the 2023 Maintenance Agreement with Environmental Designs, Inc., for winter services and dog stations.

2024 Maintenance Agreement: The Board discussed the 2024 Maintenance Agreement with Environmental Designs, Inc., for Landscape Maintenance.

Following discussion, upon motion duly made by Director Anderson, seconded by Director Coy, and upon vote unanimously carried, the Board approved the 2023 Maintenance Agreement with Environmental Designs, Inc., Landscape Maintenance, pending negotiation of work/scope.

OTHER BUSINESS

The Board acknowledged the new rate structure from Special District Management Services, Inc.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

By 

Secretary for the Meeting