

RECORD OF PROCEEDINGS

MINUTES OF THE CONSOLIDATED STUDY SESSION OF THE BOARDS OF DIRECTORS OF THE BUCKHORN VALLEY METROPOLITAN DISTRICTS NOS. 1 & 2

Held: Wednesday, May 12, 2021 at 5:30 P.M., at

<https://us02web.zoom.us/j/7636703470>

Meeting ID: 763 670 3470

Or

Dial-In Number: + 1 (720) 707-2699

Meeting ID: 763 670 3470 Passcode: Press #

Attendance:

The consolidated study session of the Boards of Directors of Buckhorn Valley Metropolitan Districts Nos. 1 & 2 (the “Boards of Directors” or “Boards”) was called and held as shown in accordance with the statutes of the State of Colorado. All participation was via the Zoom meeting location in order to preserve the health, safety, and welfare of the public in light of the imminent threat caused by the COVID-19 Pandemic and due to the State of Emergency declared by Governor Polis, as amended and extended, corresponding Executive Orders and Public Health Orders, as amended and extended, and CDC recommendations against gathering in large groups in order to mitigate the spread of the COVID-19 virus.

The following Directors were present:

John Hill, President (*via video/telephone conference*)

Erin Gallimore (*via video/telephone conference*) (District No. 2 Director only)

Nick Viau (*via video/telephone conference*) (District No. 2 Director only)

Also present were: Jennifer L. Ivey, Attorney for the Districts, Icenogle Seaver Pogue, P.C. (*via video/telephone conference*); AJ Beckman, District Manager, Public Alliance, LLC (*via video/telephone conference*), and the following members of the public: Kristi Parker, Amy Wolf, Jeff Roberts, Ashley Wilson (*all via video/telephone conference*).

**Call to Order/
Declaration of
Quorum:**

Director Hill called the consolidated study session of the Boards of Directors of the Buckhorn Valley Metropolitan Districts Nos. 1 & 2 to order at 5:30 P.M., at which time it was noted that the notice of this

meeting was properly posted within the Districts. Director Hill noted that a quorum of the District No. 2 Board was present, but not District No. 1. He then turned the meeting over to Mr. Beckman and Ms. Ivey.

Ms. Ivey noted that a quorum of Board members is not necessary proceed with the study session since no actions may be taken at a study session.

Disclosure Matters: Ms. Ivey explained that disclosures of conflicts of interest are not necessary given that no actions may be taken at the study session.

Approval of/Additions to/Deletions from the Agenda: Following discussion there were no additions or deletions from the Agenda.

Public Comment for Matters not on the Agenda: There was no public comment for matters not on the Agenda.

Employment Matters:

Employee Reporting Structure: Mr. Beckman discussed the general organizational reporting structure for employees, with the Board being a policy making body and all direction to employees to come from the Manager.

Field Manager Job Description: Mr. Beckman explained that the job description presently in place for the District's Operations Manager was prepared with consultation from Mountain States Employer's Counsel ("MSEC") under a limited scope engagement. He further noted that modifications may be made to the job description with Board approval. Mr. Beckman noted that he will distribute the job description to the Board via email.

Discuss Engagement of Mountain States Employers Council: Mr. Beckman discussed and recommended MSEC annual membership at an estimated cost of \$1,500 in in order to receive a wide range of employment law consultation. Following discussion, the consensus of the Directors was for Mr. Beckman to proceed with the membership process for formal consideration by the Board at its next meeting.

Citizens Advisory Committee ("CAC"):

Relationship between Board and Committee: Mr. Beckman and Attorney Ivey discussed with the Directors the CAC's relationship to the Board as being advisory in nature. Discussion ensued regarding the CAC's ability to act according to its own direction or to act according to the direction of the Boards on

specific matters. Following discussion, it was the consensus of the Directors that the CAC should independently research matters of community interest and report findings to the Board as well as performing research on matters of Board interest and reporting findings.

Committee Member
Selection Process:

Following discussion, the consensus was that the CAC should recommend its own members with one or more Board members serving on the CAC. Discussion regarding the maximum number of CAC members ensued. The Directors generally acknowledged that some manageable number should be determined as a maximum, however no specific number was determined. The Directors requested that Mr. Beckman email them the letters of interest from the initial solicitation for membership.

The Directors requested that Ms. Ivey draft a Resolution formally establishing the CAC and providing operating and membership parameters, for Board review and consideration at its next meeting.

Discuss Park Projects:

The Directors discussed the potential development of the area surrounding Buckhorn Pond. Director Hill advised the Directors that he will share information from prior work to obtain funding for development of the area.

Financial Matters:

Process for Check and
Invoice approval:

Mr. Beckman explained that invoices are reviewed in Bill.com, an online platform for invoice review, approval and check processing. The District's Accountant as well as Director Hill and Mr. Beckman review and approve all invoices before payment is release to each vendor. Following discussion, it was recommended that the monthly list of approved invoices be distributed to the Boards for review.

Unaudited Financial
Statements:

Mr. Beckman discussed the timing of the unaudited financials. He explained that they are prepared quarterly and noted that he will coordinate with the District's Accountant to distribute them to the Board via email once they are prepared each quarter.

Operations Matters:

Repairs to Buckhorn
Pond:

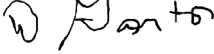
Mr. Beckman reported that the repairs are expected to be less costly than originally feared. The excavation and liner repairs should be completed in the next two weeks; however, an accurate total cost estimate is not yet available.


Legal Matters:

Potential Refinancing of District Debt: Ms. Ivey reported that she was contacted by Piper Sandler regarding the possibility of refinancing the District's debt. She will follow-up and provide additional information as it is available.

Other Business: The Directors requested that Mr. Beckman provide biweekly updates on operational matters and matters of importance to the Boards.

Adjournment: The Boards adjourned at 6:05 p.m.

DocuSigned by:

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Secretary for the District No. 1

DocuSigned by:

68444158BB1948E...
Secretary for the District No. 2