

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
WILLOW BEND METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
NOVEMBER 10, 2022

A special meeting of the Board of Directors of the Willow Bend Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, November 10, 2022, at 2:00 p.m., via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Jason Steinberg, Assistant Secretary
Debra Hessler, Assistant Secretary
Joshua Bastian, Director

The absence of Director Dwayne Bergeron was noted and excused.

Also, In Attendance Were:

Megan J. Murphy; White Bear Ankele Tanaka & Waldron
Stephanie Odewumi, Eric Winter & Jason Carroll; CliftonLarsonAllen (CLA)

ADMINISTRATIVE MATTERS

Call to Order/ Confirmation of Quorum/Approval of Agenda: The meeting was called to order at 2:09 p.m. and a quorum was confirmed.

Following review, upon a motion duly made by Director Hessler, seconded by Director Steinberg and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

Disclosures and Potential Conflicts of Interest: Attorney Murphy 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 Board. Attorney Murphy inquired into whether members of the Board 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Election of Officers: Following discussion, upon a motion duly made by Director Hessler, seconded by Director Bastian and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

RECORD OF PROCEEDINGS

President: Joshua Bastian
Secretary/Treasurer: Debra Hessler
Assistant Secretaries: Jason Steinberg, Dwayne Bergeron

Confirmation of Meeting Location/Posting of Notice: The Board confirmed the meeting location and the posting of the meeting notice.

Public Comment: None.

Resolution No. 2022-11-01 Regarding 2023 Annual Administrative Matters: Ms. Odewumi reviewed the resolution with the Board. Following review, upon a motion duly made by Director Hessler, seconded by Director Bastian and, upon vote, unanimously carried, the Board approved Resolution No. 2022-11-01 Regarding 2023 Annual Administrative Matters.

Resolution No. 2022-11-02 Designating Meeting Notice Posting Location: Ms. Odewumi reviewed the resolution with the Board. Following review, upon a motion duly made by Director Steinberg, seconded by Director Hessler and, upon vote, unanimously carried, the Board approved Resolution No. 2022-11-02 Designating Meeting Notice Posting Location.

District Insurance: Ms. Odewumi reviewed the insurance with the Board. Following review, upon a motion duly made by Director Bastian, seconded by Director Hessler and, upon vote, unanimously carried, the Board approved renewing the District's general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed consultants to proceed accordingly. The Board further directed renewal of the District's Special District Association membership.

CONSENT AGENDA

Minutes from the January 4, 2022 Special Board Meeting: Following review, upon a motion duly made by Director Hessler seconded by Director Steinberg, and, upon vote, unanimously carried, the Board approved the minutes from the January 4, 2022 Board meeting.

FINANCIAL MATTERS

Claims: Mr. Carroll reviewed the claims with the Board. Following review, upon a motion duly made by Director Steinberg, seconded by Director Hessler and, upon vote, unanimously carried, the Board approved the claims in the amount of \$70,152.97, as presented.

September 30, 2022 Financial Statements: Mr. Carroll reviewed the financial statements with the Board. Following review, upon a motion duly made by Director Bastian, seconded by Director Hessler and, upon vote, unanimously carried, the Board approved the September 30, 2022 Financial Statements, as presented.

RECORD OF PROCEEDINGS

Lennar's Notice in Accordance with Funding and Reimbursement Agreement through December 31, 2022:

Attorney Murphy reviewed the notice with the Board explaining that Lennar has agreed to advance the District funds for the 2022 calendar year but will not advance funds for the 2023 calendar year.

Public Hearing on Amendment to 2022 Budget: Upon a motion duly made by Director Steinberg, seconded by Director Hessler and, upon vote, unanimously carried, the Board opened the public hearing to consider an amendment to the 2022 Budget at 2:39 p.m.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 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 the public hearing.

No public comments were received. Mr. Carroll noted an amendment was not needed.

Upon a motion duly made by Director Hessler, seconded by Director Bastian and, upon vote, unanimously carried, the Board closed the public hearing at 2:40 p.m. The Board took no action on the 2022 budget amendment because it was determined the 2022 budget did not need to be amended.

Public Hearing on 2023 Budget: Upon a motion duly made by Director Steinberg, seconded by Director Hessler and, upon vote, unanimously carried, the Board opened the public hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2023 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received.

Upon a motion duly made by Director Hessler, seconded by Director Bastian and, upon vote, unanimously carried, the Board closed the public hearing at 2:40 p.m.

Mr. Carroll reviewed the 2023 Budget with the Board.

RECORD OF PROCEEDINGS

Upon motion duly made by Director Hessler, seconded by Director Steinberg and, upon vote, unanimously carried, the Board approved the 2023 Budget, as discussed, and considered adoption of Resolution No. 2022-11-03 to Adopt the 2023 Budget, Appropriate Sums of Money and certify the mill levy.

DLG70 Certification of Tax Levies: The Board appointed Jason Carroll to sign the DLG70 Certification of Tax Levies.

2022 Audit: Mr. Carroll noted that the District will need an Audit for 2022. Following discussion, upon motion duly made by Director Steinberg, seconded by Director Bastian and, upon vote, unanimously carried, the Board approved the engagement with Dazzio & Associates for the 2022 Audit in an amount not to exceed \$5,000.

Other: None.

LEGAL MATTERS

Resolution No. 2022-11-04 Calling a Regular Election for Directors on May 2, 2023: The Board discussed the May 2, 2023 election. Following discussion, upon motion duly made by Director Bastian, seconded by Director Steinberg and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-04 Calling a May 2, 2023 Directors' Election.

2022 Legislative Memorandum: Attorney Murphy reviewed the 2022 Legislative Memorandum with the Board.

Other: None.

MANAGER MATTERS

CliftonLarsonAllen LLP Statement of Work for 2023: Ms. Odewumi reviewed the Statement of Work with the Board. Following review, upon a motion duly made by Director Steinberg, seconded by Director Hessler and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Statement of Work for 2023, as presented.

OTHER BUSINESS

Board Vacancy: Attorney Murphy noted there is a vacancy on the Board, but with the election next year it might be best to wait to fill the seat until the next regular election. No action was taken.

ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Steinberg, seconded by Director Hessler and, upon vote, unanimously carried, the Board adjourned the meeting at 2:51 p.m.

Respectfully submitted,

RECORD OF PROCEEDINGS

By  _____
Secretary for the Meeting