

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

RIVERVIEW METROPOLITAN DISTRICT

Held: Monday, November 7, 2022, at 11:00 a.m.

*The meeting was held via teleconference.*

Attendance

The special meeting of the Board of Directors of Riverview Metropolitan District was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Amy Brown

Also present were Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Mark Scully, Green Courte Partners; Eric Weaver and James Schultz; Marchetti & Weaver, Discount Accountants; and Corey Wagner, Western Centers, Inc.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present and the called the meeting was called to order.

Conflict of Interest Disclosures

Mr. White advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White 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. Mr. White 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.

Approval of Agenda

Mr. White presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Mr. White reviewed the items on the consent agenda with the Board. Mr. White advised the Board 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:

- February 2, 2022, Special Minutes
- 2023 Annual Administrative Resolution
- 2021 Audit
- District Website Maintenance and Management with Heatherly Creative for Website Maintenance Service

District/Operations Matters

Consider Appointment of Directors

The Board engaged in a discussion regarding the Appointment of Directors. It was determined that Mr. Wagner was not qualified to serve on the Board yet, so he was not appointed. The Board determined that a short follow up meeting will be scheduled. No further action was taken.

Election of Officers

This matter was deferred until the next Board meeting.

Discussion re Site Maintenance, Landscaping, and Snow Removal

The Board engaged in a discussion regarding Site Maintenance, Landscaping, and Snow Removal. Following discussion, upon a motion duly made and seconded, the Board unanimously agreed the need for maintenance, landscaping, and snow removal. The Board directed legal counsel to work with JL Services, LLC to finalize an agreement.

Discussion re Outstanding Construction Matters

The Board engaged in a discussion regarding Outstanding Construction Matters. Mr. Scully reported that the City has approved or waived all construction matters and no obligations under the development agreements remain.

Insurance Matters

Discuss and Review Proposal for Renewal of General Liability Schedule and Limits Consider Approval and Authorization to Bind

The Board reviewed the current general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the general liability schedule and authorized legal counsel to bind coverage.

## Coverage

- Review Property Schedule Mr. White presented the Property Schedule to the Board. Mr. White reported that the Property Schedule is being updated. No further action was taken.
- Consider Approval of Renewal of Special District Association of Colorado Membership for 2023 Mr. White discussed the Renewal of the Special District Association of Colorado Membership for 2023. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the renewal.
- Consider Approval of Exclusion for Workers' Compensation Coverage Mr. White discussed the Exclusion for Workers' Compensation Coverage with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the inclusion of coverage.

## Financial Matters

- Consider Approval of Payables/Financials Mr. Schultz presented the Payables and Financials to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the payables and financials.
- Ratify Reimbursement to Riverview-Yampa Development, LLC Mr. Schultz presented the Reimbursement to Riverview-Yampa Development, LLC to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the reimbursement.
- Consider Approval to Open ColoTrust Account Mr. Weaver investment opportunities and recommended opening an account with ColoTrust. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the opening of a ColoTrust account.
- Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget Director Brown opened the public hearing on the 2022 Budget Amendment. Mr. White 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.
- Mr. Weaver reviewed the Resolution Amending the 2022 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution amending the General Fund to \$115,400, Capital Projects Fund to \$37,700 and the Debt Service Fund to \$283,950.

Conduct Public Hearing on 2023 Budget and Consider Adoption of Resolution Adopting 2023 Budget, Imposing Mill Levy and Appropriating Funds

Director Brown opened the public hearing on the proposed 2023 Budget. Mr. White 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.

Mr. Weaver reviewed the 2023 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 20.000 mills for the General fund, 30.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Consider Auditor Proposals for 2022 Audit

Mr. Weaver presented Auditor Proposals from McMahan and Associates, and Fiscal Focus Partners for the 2022 Audit to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of McMahan and Associates and Fiscal Focus.

Legal Matters

Consider Adoption of Resolution Calling the May 2, 2023, Election

Mr. White presented the Resolution Calling the May 2, 2023 Election to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Designation of Method for Providing Notice of Call for Nominations

Mr. White discussed the Designation of Method for Providing Notice of Call for Nominations to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved to provide the call for nominations by posting on the District's website.

Consider Termination of Funding and Reimbursement Agreement (Operations and Maintenance) with Riverview Yampa Development, LLC

Mr. White presented the Termination of Funding and Reimbursement Agreement (Operations and Maintenance) with Riverview Yampa Development, LLC to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Other Business

Next Meeting

February 6, 2023.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



Corey Wagner (Apr 6, 2023 14:47 MDT)

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Secretary for the Meeting

The foregoing minutes were approved on the 6<sup>th</sup> day of February 2023.