

# RECORD OF PROCEEDINGS

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## MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CITY CENTER WEST RESIDENTIAL METROPOLITAN DISTRICT HELD JUNE 6, 2022

A Regular Meeting of the Board of Directors of the City Center West Residential Metropolitan District (referred to hereafter as “Board”) was convened on Monday, the 6<sup>th</sup> day of June, 2022, at 1:00 p.m. This District Board meeting was held via conference call. The meeting was open to the public via conference call.

### ATTENDANCE

#### Directors in Attendance Were:

Otis C. Moore, III  
Andrew R. Klein  
Patrick Schmitz  
Kevin Smith

Following discussion, upon motion duly made by Director Moore and seconded by Director Smith, and upon vote, unanimously carried, the absence of Director Schroeder was excused.

#### Also In Attendance Were:

Ann E. Finn and James Ruthven; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Matthew Miller; McMahan and Associates, L.L.C.

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Attorney Becher noted that a quorum was present and requested members of the Board 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 members prior to this meeting in accordance with the statute. Attorney Becher noted that all Directors’ Disclosure Statements had been filed. No additional conflicts were disclosed at the meeting.

### ADMINISTRATIVE

**Agenda:** The Board reviewed a proposed Agenda for the District’s Regular

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### MATTERS

Meeting.

Following discussion, upon motion duly made by Director Moore seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved.

**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. This District Board meeting was held by conference call and the public was encouraged to participate via conference call.

Ms. Finn noted that notice of the time, date and manner was duly posted and that they have not received any objections to the manner or any requests that the meeting manner be changed by taxpaying electors within the District's boundaries.

**Consent Agenda:** The Board considered the following actions:

- Approve Minutes from the November 22, 2021 Special Meeting.
- Ratify approval of Service Agreement with All Terrain Ponds and Sprinklers, LLC d/b/a All Terrain Landscaping for landscape maintenance services.

Following discussion and review, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

**May 3, 2022 Election:** Ms. Finn advised the Board that the May 3, 2022 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. It was noted that Directors Schmitz and Smith were each deemed elected to 3-year terms ending in May, 2025.

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

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the following slate of officers were appointed:

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President	Otis C. Moore, III
Treasurer	Andrew R. Klein
Secretary	Ann E. Finn
Assistant Secretary	Michael J. Schroeder
Assistant Secretary	Patrick Schmitz
Assistant Secretary	Kevin Smith

**2022 SDA Conference:** Ms. Finn discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

**PUBLIC  
COMMENTS**

There were no public comments.

**FINANCIAL  
MATTERS**

**Claims:** The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Nov. 12, 2021	Special Check Nov. 19 2021	Period Ending Dec. 10, 2021	Period Ending Jan. 18, 2022
General	\$ 2,298.45	\$ 52,050.33	\$ 5,607.54	\$ 3,394.59
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 2,298.45</b>	<b>\$ 52,050.33</b>	<b>\$ 5,607.54</b>	<b>\$ 3,394.59</b>

Fund	Period Ending Feb. 09, 2022	Period Ending March 08, 2022	Period Ending April 08, 2022	Period Ending May 11, 2022
General	\$ 2,192.37	\$ 2,741.74	\$ 2,457.11	\$ 4,575.62
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 2,192.37</b>	<b>\$ 2,741.74</b>	<b>\$ 2,457.11</b>	<b>\$ 4,575.62</b>

Fund	Special Check May 11, 2022	Special Check May 17, 2022
General	\$ 1,646.41	\$ -0-
Debt	\$ -0-	\$ 5,165.95
Capital	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 1,646.41</b>	<b>\$ 5,165.95</b>

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

**Unaudited Financial Statements and Schedule of Cash Position:** Mr.

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Ruthven reviewed with the Board the unaudited financial statements, dated March 31, 2022, and the schedule of cash position, dated March 31, 2022.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the unaudited financial statements, dated March 31, 2022, and the schedule of cash position, dated March 31, 2022.

**2021 Audit:** Mr. Matthew Miller reviewed the draft 2021 Audit with the Board.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Smith, and upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter by the Auditor.

**Bill.com:** The Board discussed a new procedure to process the claims payments.

Following discussion, upon motion duly made by Director Moore and seconded by Director Smith and, upon vote, unanimously carried, the Board authorized processing the claims payments using Bill.com.

### **LEGAL MATTERS**

**Potential Inclusions and Exclusions of Property:** Attorney Becher discussed with the Board potential inclusions/exclusions of property into/from the boundaries of the District. Director Moore noted he will follow up on the timing for the inclusion/exclusion of property.

### **CAPITAL MATTERS**

**Status of Construction:** There was no update given.

### **OPERATIONS**

There were no operations matters.

### **OTHER BUSINESS**

There was no other business for the Board's consideration.

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### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting