

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
ASH MEADOWS METROPOLITAN DISTRICT (THE “DISTRICT”)  
HELD  
DECEMBER 5, 2022

A special meeting of the Board of Directors of the Ash Meadows Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, December 5, 2022, at 3:30 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Lucas Nishimoto, President  
Kodi Patterson, Secretary/Treasurer

#### Also, In Attendance Were:

Celeste Terrell and Alonso Duran Rodriguez; CliftonLarsonAllen (“CLA”)  
Suzanne M. Meintzer, Esq.; McGeady Becher P.C.

### ADMINISTRATIVE MATTERS

Ms. Terrell called the meeting to order.

**Disclosure of Potential Conflicts of Interest:** The Board 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. The members of the Board were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting. It was noted that the members are residents, and no conflicts of interest were filed. No additional conflicts were disclosed at the meeting.

**Quorum, Confirmation of Meeting Location, Posting of Notice, and Agenda:** A quorum was confirmed. The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. Following discussion, and upon motion duly made and seconded, and upon vote unanimously carried, the Board determined that this meeting will be held via Microsoft Teams without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that the notice of the time, date, location, and attendance information for the meeting was duly posted and that no objections to the means of hosting the meeting were received from taxpaying electors within the District’s boundaries.

The Board reviewed the agenda. Upon a motion duly made by Director Nishimoto, seconded by Director Patterson, and upon vote, unanimously carried, the Board approved the agenda.

**Public Comment:** There were no public comments.

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**Minutes from the July 18, 2022 Special Board Meeting:** Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board approved the Minutes from the July 18, 2022 special board meeting, as presented.

**Resolution No. 2022-12-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices:** Ms. Terrell reviewed the Resolution with the Board. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices, noting that the Board meetings will take place virtually on the last Monday of February, May, August, and November at 4:00 p.m.

**Section 32-1-809, C.R.S- Compliance for 2023:** Attorney Meintzer provided an overview of the District Transparency Notice. The Board directed CLA to oversee the filing of the transparency notice in accordance with statute.

**Section 32-1-306, C.R.S- Compliance for 2023:** Attorney Meintzer provided an overview of the Annual Map Filing requirements. The Board directed CLA to oversee the annual map filing requirements in accordance with statute.

**2023 Insurance:** Ms. Terrell reviewed the insurance renewal with the Board. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board approved the 2023 insurance renewal.

### FINANCIAL MATTERS

**Payment of Claims:** Mr. Duran Rodriguez reviewed the previous and current claims with the Board. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board ratified the payment of claims in the amount of \$52,517.24.

**Cash Position Report:** Mr. Duran Rodriguez reviewed the Cash Position Report with the Board. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board accepted the Cash Position Report.

**Public Hearing on Amendment to 2022 Budget:** Director Nishimoto opened the public hearing to consider an amendment to the 2022 Budget at 4:04 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

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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, and the public hearing was closed at 4:04 p.m.

Mr. Duran Rodriguez noted the need to amend the 2022 budget from \$140,000 to \$150,000. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-02 to Amend the 2022 Budget.

**Public Hearing on 2023 Budget:** Director Nishimoto opened the public hearing to consider the proposed 2023 Budget and to discuss related issues at 4:05 p.m.

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, and the public hearing was closed at 4:05 p.m.

Mr. Duran Rodriguez reviewed the 2023 Budget with the Board noting the total mill levy is set at 97.294.

Upon motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board approved the 2023 Budget, as discussed, and considered adoption of Resolution No. 2022-12-03 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-12-04 to Set Mill Levies. (97.294 mills in the General Fund for a total mill levy of 97.294 mills.) Following discussion, upon a motion duly made by Director Nishimoto, seconded by Director Patterson, 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 Adams County not later than December 15, 2022. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

**Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan:** Attorney Meintzer reviewed the Resolution with the Board. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote,

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unanimously carried, the Board adopted the Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

**DLG-70 Mill Levy Certification Form:** Following discussion, upon motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, 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.

Following discussion, upon motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board appointed Director Nishimoto to sign the DLG-70 Certification of Tax Levies form.

**Preparation of 2024 Budget:** Following discussion, upon motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board ratified the appointment of CliftonLarsonAllen, LLP to prepare the District's 2024 Budget.

**2022 Application for Exemption from Audit:** Following discussion, upon motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board appointed CliftonLarsonAllen, LLP to prepare the Application for Exemption from Audit for 2022.

### LEGAL MATTERS

**Resolution No. 2022-12-05 Calling May 2, 2023 Election:** The Board discussed the May 2, 2023 election. Following discussion, upon motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-05 Calling a May 2, 2023 Directors' Election which appointed Lisa Jacoby as the Designated Election Official and authorized her to perform all tasks required for the May 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election.

**Service Agreement with Keesen Landscape Management, Inc. for 2022-2023 Snow Removal Services:** Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Keesen Landscape Management, Inc. for 2022-2023 Snow Removal Services.

### MANAGER MATTERS

**CliftonLarsonAllen, LLP Statement of Work for 2023:** Ms. Terrell reviewed the statement of work for 2023. Following review, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen, LLP Statement of Work for 2023, as presented.

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### OTHER BUSINESS

The Board discussed various other items, including: landscaping, a reserve study, mosquito mitigation, and parking matters. Ms. Terrell to obtain additional information or proposals for these items, as applicable, and report back to the Board.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Nishimoto, seconded by Director Patterson and, upon vote, unanimously carried, the Board adjourned the meeting at 4:38 p.m.

Respectfully submitted,

By  DocuSigned by:  
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Secretary for the Meeting