

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
ASH MEADOWS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
MAY 22, 2023

A special meeting of the Board of Directors of the Ash Meadows Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, May 22, 2023 at 4:30 p.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Kodi Patterson, Secretary/Treasurer
Andrea Saldana, Assistant Secretary
Joy Vigil, Assistant Secretary

Director Lucas Nishimoto was absent and excused.

Also, In Attendance Were:

Alex Clem, Ashley Heidt, and Alonso Duran Rodriguez; CliftonLarsonAllen (“CLA”)
Suzanne M. Meintzer, Esq. and Emily Murphy, Esq.; McGeady Becher P.C.

Public in Attendance:

John Henderson

ADMINISTRATIVE MATTERS

Attorney Meintzer 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 Directors 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

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meeting were received from taxpaying electors within the District's boundaries.

The Board reviewed the agenda. Following discussion, upon a motion duly made by Director Saldana, seconded by Director Vigil, and upon vote, unanimously carried, the Board approved the agenda as amended.

Following discussion, upon a motion duly made by Director Vigil, seconded by Director Saldana and, upon vote, unanimously carried, the Board directed CLA to post the meeting packets to the District's website for subsequent Board meetings.

Upon a motion duly made by Director Vigil, seconded by Director Saldana and, upon vote, unanimously carried, the Board excused Director Lucas Nishimoto.

Results of the May 2, 2023 Regular Director Election: Attorney Meintzer informed the Board that the May 2, 2023 Regular Election was canceled because the District did not receive more self-nomination forms than Board positions available. Directors Patterson, Director Saldana, and Director Vigil were elected by acclamation.

Oaths of Office: Ms. Meintzer noted that all newly elected board members completed their Oaths of Offices, and same were filed with the appropriate entities as required by statute.

Appointment of Officers: Following discussion, upon motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

President: Lucas Nishimoto
Secretary/Treasurer: Kodi Patterson
Assistant Secretary: Andrea Saldana
Assistant Secretary: Joy Vigil

Minutes from the February 27, 2023 Regular Board Meeting: Following review, upon a motion duly made by Director Vigil, seconded by Director Saldana and, upon vote, unanimously carried, the Board approved the Minutes from the February 27, 2023 regular board meeting.

Public Comment: The Board determined to receive Public Comments later in the meeting, as discussed below.

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 Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board ratified the payment of claims in the amount of \$34,895.54.

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March 31, 2023 Unaudited Financial Statements: Mr. Duran Rodriguez reviewed the financial statements with the Board. Following review, upon a motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board approved the March 31, 2023 Unaudited Financial Statements.

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

**MANAGER
MATTERS**

Reserve Study: Ms. Heidt provided an update and noted CLA is working on making the final payment for the study.

Proposal for Fencing Issues Along 128th Ave: Ms. Heidt noted that there is no update at this time. Following review, upon a motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board deferred this item until the Reserve Study is available.

Advanced Concepts Inc. Restriping Proposal: Ms. Heidt reviewed the proposal with the Board. Director Saldana asked about adding a reflective material to the paint. Following discussion, upon a motion duly made by Director Vigil, seconded by Director Saldana and, upon vote, unanimously carried, the Board approved the proposal from Advanced Concepts Inc. for restriping the parking lot in an amount not to exceed \$1,500.00 to include the addition of a reflective material to the painted stripes.

Slough Creek Sprinkler & Landscape LLC Proposal for 2023 Landscape Maintenance in the Amount of \$13,800.00: Ms. Heidt reviewed the proposal with the Board. Following discussion, upon a motion duly made by Director Saldana, seconded by Director Patterson and, upon vote, unanimously carried the Board approved the Slough Creek Sprinkler & Landscape LLC proposal for 2023 Landscape Maintenance, in the amount of \$13,800.00.

There was discussion on adding mulch and replacing dead shrubs around the community. Following discussion, upon a motion duly made by Director Saldana, seconded by Director Patterson and, upon vote, unanimously carried, the Board authorized CLA to solicit a proposal to add mulch and replace dead shrubs around the community.

Vargas Property Services, Inc. Proposal for 2023 Landscape Maintenance in Amount of \$25,134.16: Ms. Heidt reviewed the proposal with the Board. This item was deferred, and no action was taken.

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Drainage Issue Behind 12784 Building: Ms. Heidt provided an update to the Board. Following discussion, the Board directed CLA to follow up with the engineer's findings on the issue and provide further information to the Board.

Addition of Two Pet Waste Stations: Ms. Heidt discussed the option of adding two additional pet waste stations to the community with the Board. Following review, upon a motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board approved adding two additional pet waste stations to the District.

Public Comment: The Board opened the floor to public comment. Mr. Henderson asked about the Executive Session and how the public can find out what was determined, and Ms. Meintzer addressed his question regarding the same.

LEGAL MATTERS

Executive Session: Pursuant to Sections 24-6-402(4)(b), upon a motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board entered Executive Session at 5:32 p.m. for the sole purpose of receiving legal advice relating to the potential termination of District Counsel. The Board exited executive session at 5:55 p.m.

No action was taken.

OTHER BUSINESS

There was discussion regarding landscape maintenance emergencies. Following discussion, upon a motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board directed CLA to add a list of the District's vendors with and CLA's and other vendors' emergency contact number on the website.

Following discussion, upon a motion duly made by Director Vigil, seconded by Director Saldana and, upon vote, unanimously carried, the Board authorized CLA to add the website and management contacts to the community information box in the District.


There was discussion on a black truck that has been parked in the District. Following discussion, upon a motion duly made by Director Saldana, seconded by Director Vigil and, upon vote, unanimously carried, the Board directed CLA to solicit proposals for new parking lot signs to include information on towing.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Vigil, seconded by Director Saldana and, upon vote, unanimously carried, the Board adjourned the meeting at 6:04 p.m.

Respectfully submitted,

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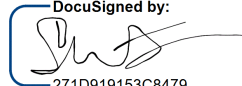
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Secretary for the Meeting

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**ATTORNEY STATEMENT
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION**

Pursuant to Sections 24-6-402(2)(d.5)(II)(b), C.R.S., I, Suzanne M. Meintzer attest that, in my capacity as the attorney representing Ash Meadows Metropolitan District, I attended the executive session meeting that the Board of Directors for Ash Meadows Metropolitan District convened at 5:32 p.m. on May 22, 2023 for the sole purpose of receiving legal advice concerning the termination of District Counsel, as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all or a portion of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S., and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(b), C.R.S.

Signed

DocuSigned by:

271D919153C8479

Suzanne M. Meintzer, Esq.

Dated:

May 22, 2023