

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
ASH MEADOWS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JULY 16, 2021

A special meeting of the Board of Directors of the Ash Meadows Metropolitan District (referred to hereafter as the “Board”) was convened on Friday, July 16, 2021, at 2:30 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Grant Melbye
Melissa Melbye

Also, In Attendance Were:

Celeste Terrell & Alonso Duran; CliftonLarsonAllen (CLA)
Suzanne Meintzer, Esq.; McGeady Becher P.C.

ADMINISTRATIVE MATTERS

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 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 statute. No new conflict disclosures were provided by the Directors.

Confirm Quorum, Approve Agenda, Meeting Location and Posting of Notice: Ms. Terrell confirmed the presence of a quorum.

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 due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this meeting will be held by video-telephonic means 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 video conference/teleconference 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.

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The Board reviewed the agenda for the meeting. Following discussion, upon motion duly made by Director Melissa Melbye, seconded by Director Grant Melbye and, upon vote, unanimously carried, the Board approved the agenda, as amended.

Public Comment: There was no public comment.

Vacancies on the Board of Directors and Appointment of District Eligible Elector to the Board of Directors: The Board discussed the Board vacancies. It was noted that no letters of interest were received. The Board will continue to see if any there are any individuals interested in serving on the Board, and will verify eligibility as needed.

CONSENT AGENDA

Minutes from the November 13, 2020 Special Board Meeting: Following review, upon a motion duly made by Director Melissa Melbye, seconded by Director Grant Melbye and, upon vote, unanimously carried, the Board approved the minutes from the November 13, 2020 Special Meeting.

FINANCIAL MATTERS

Payment of Claims: Mr. Duran reviewed with the Board the payment of claims for the time period of November 11, 2020 through July 7, 2021, in the amount of \$72,642.22. Following review, upon a motion duly made by Director Grant Melbye, seconded by Director Melissa Melbye and, upon vote, unanimously carried, the Board ratified the payment of claims in the amount of \$72,642.22.

Unaudited Financial Statements and Cash Position Report: Mr. Duran reviewed with the Board the Unaudited Financial Statements and Cash Position Report. Following review, upon a motion duly made by Director Grant Melbye, seconded by Director Melissa Melbye and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements and Cash Position Report.

Other: None.

LEGAL MATTERS

Second Amendment to Resolution No. 2014-07-09 Regarding Colorado Open Records Act Requests (“CORA Amendment”): Attorney Meintzer reviewed the CORA Amendment with the Board. Following review, upon a motion duly made by Director Grant Melbye, seconded by Director Melissa Melbye and, upon vote, unanimously carried, the Board adopted the Second Amendment to Resolution No. 2014-07-09 Regarding Colorado Open Records Act Requests.

Irrigation Meter and Water Use Agreement with the Ash Meadows Town Homes Association, Inc. (“the Agreement”): Attorney Meintzer discussed the Agreement with the Board. Following discussion, upon a motion duly made by Director Melissa Melbye, seconded by Director Grant Melbye and, upon

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vote, unanimously carried, the Board authorized McGeady Becher P.C. to proceed under the same terms as previously authorized.

EXECUTIVE SESSION

Upon a motion duly made by Director Grant Melbye, seconded by Director Melissa Melbye and, upon vote, unanimously carried, the Board entered into Executive Session pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., at 2:50 p.m. for the purpose of receiving legal advice regarding negotiations related to the Agreement.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of those portions of the Executive Session that, in the opinion of the Board's attorney(s), constitute privileged attorney-client communication pursuant to Section 24-6-402(4), C.R.S.

Upon a motion duly made by Director Grant Melbye, seconded by Director Melissa Melbye and, upon vote, unanimously carried, the Board exited the Executive Session at 3:00 p.m. No action was taken.

MANAGER ITEMS

Covenant Enforcement Update: Ms. Terrell provided an update to the Board regarding covenant enforcement.

Snow Removal Map: Ms. Terrell reviewed the snow removal map with the Board. Following discussion, the Board noted it is approved pending Ms. Terrell removing the driveway areas. Ms. Terrell noted that she will send an updated snow removal proposal from Keesen Landscape Management, Inc. once received.

Plant Replacement Proposal from Keesen Landscape Management, Inc.: Following review, upon a motion duly made by Director Grant Melbye, seconded by Melissa Melbye and, upon vote, unanimously carried, the Board approved the Plant Replacement Proposal from Keesen Landscape Management, Inc..

Winter Watering Proposal from Keesen Landscape Management, Inc. for \$1,368.52: Following review, upon a motion duly made by Director Grant Melbye, seconded by Director Melissa Melbye and, upon vote, unanimously carried, the Board ratified approval of the Winter Watering Proposal from Keesen Landscape Management, Inc., in the amount of \$1,368.52.

Other: None.

OTHER BUSINESS


Display Box: Ms. Terrell noted for the Board that she found keys that may work for the display box and will try them the next time she is on location for covenant enforcement inspections. She stated that, if necessary, she will have the lock replaced.

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ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 3:02 p.m.

Respectfully submitted,

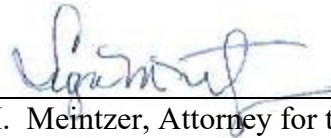
By 
 83B2AD4EAAE044B...
 Secretary for the Meeting

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Attorney Statement

REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Ash Meadows Metropolitan District, I attended the executive session meeting of Ash Meadows Metropolitan District convened on July 16, 2021, for the purpose of receiving legal advice on specific legal questions regarding negotiations related to the Irrigation Meter and Water Use Agreement with the Ash Meadows Town Homes Association, Inc., as authorized by Sections 24-6-402(4)(b) and (e), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication 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.



Suzanne M. Meintzer, Attorney for the District
Date: July 16, 2021