

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

ORCHARD PARK PLACE RESIDENTIAL
METROPOLITAN DISTRICT AND
ORCHARD PARK PLACE SOUTH METROPOLITAN
DISTRICT

Held: Tuesday, November 9, 2021, at 10:00 a.m. via
teleconference.

Attendance

The joint special meeting of the Boards of Directors of the Orchard Park Place Residential Metropolitan District and Orchard Park Place South Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Fred Cooke
Robert Quinette

Also present: George M. Rowley, Esq. and Erin K. Stutz, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Carrie Beacom, CliftonLarsonAllen, LLP, District Accountant.

Call to Order

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

Combined Meeting

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of each District. Where necessary, action taken by an individual District will be so reflected in these minutes.

**Conflict of Interest
Disclosures**

Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley reported that disclosures for those directors with potential or existing conflicts of interest that were provided to White Bear Ankele Tanaka & Waldron were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Rowley inquired into whether

members of the Boards 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Mr. Rowley presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda.

Consent Agenda

Following a summary by Mr. Rowley, the items on the consent agenda were approved, adopted and/or ratified by one motion duly made and seconded, and unanimously carried:

- November 4, 2020 Special Meeting Minutes;
- Renewal of Property and Liability Coverage and Workers Compensation Coverage and SDA Membership
- 2020 Audit Exemption Applications
- 2020 Annual Reports

Legal Matters

Consider Adoption of 2022 Annual Administrative Resolution

Mr. Rowley presented the Boards with the 2022 Annual Administrative Resolution for consideration. The Boards desire to hold meetings via teleconference. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution.

Consider Adoption of Resolution Designating the Location of Regular Meeting of the Boards of Directors

Mr. Rowley presented the Boards with the Resolution Designating the Location of Regular Meeting of the Boards of Directors. The Boards desire to hold meetings via teleconference. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Resolution.

Consider Adoption of Resolution Calling the May 3, 2022 Elections and Designation of Method for Providing Notice of Call for Nominations

Mr. Rowley presented the Boards with the Resolution Calling the May 3, 2022 Elections for consideration. Mr. Rowley discussed the designation of method for providing notice of call for nominations. The Boards discuss appointing a third board member. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution and designated call for nominations notice to be sent via email, and if no email is provided, then by mail and publication.

Legislative Update

Mr. Rowley presented the Boards with a legislative update. The Boards discuss the website requirements. Director Cooke will look into a website developer. No action taken.

Consider Resolution Declaring Inactive Status (Residential)

Mr. Rowley presented the Boards with the Resolution Declaring Inactive Status. The Boards prefer to exclude the property from the Residential District and include into the South District. No action

taken.

Discussion of Service Plan Amendment

Ms. Stutz presented the Boards with an update to the Service Plan Amendment. Director Cooke provides an update on the land use application and development status.

Financial Matters

Consider Approval of Payables/Financials

None.

Conduct 2021 Budget Amendment Hearing and Consider Adoption of Resolution to Amend 2021 Budget

Not Needed.

Conduct 2022 Budget Hearing and Consider Adoption of Resolutions to Adopt 2022 Budgets and Set Mill Levies

Mr. Rowley opened the public hearings on the 2022 Budgets. Mr. Rowley noted that notice for the public hearings was made in accordance with the applicable Colorado statutes. No written objections were received prior to the public hearings. After no public comment was made, the public hearings were closed.

Ms. Beacom presents the 2022 Budgets to the Boards. The Board discusses O&M costs to be submitted for reimbursement. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolutions and authorize Director Cooke to determine mill levy imposition prior to certification.

Consider Approval of 2021 Auditor

Ms. Beacom to file an audit exemption for 2021. No action taken.

Other Business

None.

Adjournment

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

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

Robert Quinette

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 14th day of November 2022.