

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 14, 2022, at 2:00 p.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**

Ms. Stutz advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Stutz 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. Ms. Stutz 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**

Ms. Stutz 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.

**Public Comment**

None.

**Consent Agenda**

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

- November 9, 2021 Special Meeting Minutes;
- CLA Master Service Agreement
- 2021 Audit Exemption Applications
- 2021 Annual Reports

**Legal Matters**

Consider Adoption of 2023 Annual Administrative Resolution (South)

Ms. Stutz presented the Board with the 2023 Annual Administrative Resolution for consideration. It was noted that Director Cooke will contact a website administrator for a domain name for the District website. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution.

Consider Adoption of Resolution Calling the May 2, 2023 Election and Designation of Method for Providing Notice of Call for Nominations (South)

Ms. Stutz presented the Board with the Resolution Calling the May 3, 2022 Election for consideration. Ms. Stutz discussed the designation of method for providing notice of call for nominations. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution and designated call for nominations notice to be posted to the District website (South).

Legislative Update

Ms. Stutz presented the Boards with a legislative update. No action was taken.

Consider Approval of Extension of Funding and Reimbursement Agreement (South)

Ms. Stutz presented to Board with the Extension of the Funding and Reimbursement Agreement. No action was taken.

Consider Resolution and Order for Exclusion of Property (Residential)

Ms. Stutz presented to Board with the Resolution and Order for Exclusion of Residential Property. Ms. Stutz opened the public hearing and noted that the notice of public hearing was provided in accordance with Colorado law. There being no public comment, the hearing was closed. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution.

Consider Resolution and Order for Inclusion of

Ms. Stutz presented to Board with the Resolution and Order for Inclusion of Property. Ms. Stutz opened the public hearing and noted

Property (South) that the notice of public hearing was provided in accordance with Colorado law. There being no public comment, the hearing was closed. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution.

Consider Resolution Declaring Inactive Status (Residential) Ms. Stutz presented the Board with the Resolution Declaring Inactive Status. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution.

Consider Resolution Approving the Dissolution of Orchard Park Place Residential Metropolitan District Ms. Stutz presented the Board with the Resolution of Dissolution of Orchard Park Place Residential Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution.

**Financial Matters**

Consider Approval of Payables/Financials None.

Conduct 2022 Budget Amendment Hearing and Consider Adoption of Resolution to Amend 2022 Budget Not Needed.

Conduct 2023 Budget Hearing and Consider Adoption of Resolutions to Adopt 2023 Budgets and Set Mill Levies (South) Director Cooke opened the public hearing on the proposed 2023 Budget. Ms. Stutz noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Beacom reviewed the 2023 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the general fund, and mills for the debt service fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Consider Approval of 2022 Auditor The Board engaged in a general discussion regarding the 2022 Auditor, and an Auditor will be engaged for 2023. No action taken.

Other Financial Matters None.  
**Other Business**

Next Board Meeting The Board engaged in a general discussion regarding the next scheduled Board meeting. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the next meeting to be held on November 3, 2023 at 3:00 p.m.

## 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*

[Robert Quinette \(Nov 5, 2023 22:00 MST\)](#)

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Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 3<sup>rd</sup> day of November 2023.