

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
GOLD HILL MESA METROPOLITAN DISTRICT NOS. 1-3
(THE "DISTRICT")
HELD
NOVEMBER 18, 2020

A special meeting of the Board of Directors of the Gold Hill Mesa Metropolitan District No. 1-3 (referred to hereafter as the "Board") was convened on Wednesday, November 18, 2020, at 9:00 a.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:

Stephanie Edwards, President
John Olson, Secretary/Treasurer
Barry Brinton, Assistant Secretary

Also, In Attendance Were:

Josh Miller, Chelsea Gondeck, & Seef LeRoux; CliftonLarsonAllen LLP
Pete Susemihl; Susemihl, McDermott & Downie, P.C.
Monte McKeehen & Ryland Halffman; Hadley Properties

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda: Director Edwards called the meeting to order at 9:28 a.m.

Upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Declaration of Quorum/Director Qualifications/Disclosure Items: Mr. Susemihl confirmed a quorum was present and noted the potential conflicts of interest below:

Director Brinton is on the Board of Gold Hill Mesa Neighborhood Home Owners Association and serves as secretary of both associations. In addition, he is involved with various development companies including Gold Hill Mesa Partners Development Company, Gold Hill Neighborhood, and N & I Development.

Community Comments: None.

Review and Consider Approval of Minutes from the July 15, 2020 Special Board Meeting: Upon a motion duly made by Director Edwards, seconded by Director Brinton and, upon vote, unanimously carried, the Board approved the July 15, 2020 meeting minutes as amended.

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FINANCIAL MATTERS

Discuss District Insurance, Review Renewal Schedule & Authorize Renewal of District Insurance & SDA Membership for 2021:

Mr. Miller reviewed the renewals with the Board. Upon a motion duly made by Director Brinton, seconded by Director Olson and, upon vote, unanimously carried, the Board approved the renewals.

Review and Consider Acceptance of Unaudited Financial Statements as of September 30, 2020:

Mr. LeRoux reviewed the financial statements with the Board. Upon a motion duly made by Director Edwards, seconded by Director Olson and, upon vote, unanimously carried, the Board approved the financial statements.

Review and Consider Ratification of Previous Claims and Approval of Current Claims:

Mr. LeRoux reviewed the previous and current claims with the Board. Upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Board ratified the previous claims and approved the current claims.

Review and Consider Approval of 2020 Audit Engagement Letter with BiggsKofford for Preparation of the Audit for Districts Nos. 1-2 and Approval of the 2020 Audit Exemption for District No. 3:

Upon a motion duly made by Director Olson, seconded by Director Edwards and, upon vote, unanimously carried, the Board approved the 2020 audit engagement letter with BiggsKofford for the preparation of the audits for District Nos. 1 and 2, and approval of the 2020 audit exemption for District No. 3.

Conduct Public Hearing for District Nos. 1-3 to Consider Amending 2020 Budget and Adoption of 2021 Budget, Appropriate Expenditures, and Certify Mill Levy; Consider Adopting Resolution 2020-11-01; Amending 2020 Budget and Adoption of 2021 Budget, Appropriate Expenditures, and Certify Mill Levy:

There was no 2020 amendment needed.

Upon a motion duly made by Director Edwards, seconded by Director Olson and, upon vote, unanimously carried, the Board opened the public hearing at 9:50 a.m. Discussion ensued on decreasing expenditures. Upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Board closed the public hearing at 10:17 a.m.

Upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Board approved the Resolution Adopting the 2021 Budget, Appropriating Expenditures, and Certifying the Mill Levy as amended pursuant to the discussion and subject to the final assessed valuation.

LEGAL MATTERS

Review and Consider Approval of Resolution Setting 2021 Regular Meeting

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Dates and Designating Posting Locations: Upon a motion duly made by Director Olson, seconded by Director Edwards and, upon vote, unanimously carried, the Board approved the Resolution Setting 2021 Regular Meeting Dates and Designating Posting Locations.

MANAGER MATTERS

Managers' Report: Mr. Miller reviewed the Manager's Report.

Review and Consider the Resolution Concerning Annual Administrative Matters: Upon a motion duly made by Director Edwards, seconded by Director Brinton and, upon vote, unanimously carried, the Board approved the Resolution Concerning Annual Administrative Matters.

Consider Approval of Memorandum of Understanding Gold Hill Mesa Townes Homeowners Association, Inc. Consider Approval of Memorandum of Understanding Gold Hill Mesa Neighborhood Association, Inc. Consider Approval of Memorandum of Understanding Townes at Gold Hill Mesa Condominium Association, Inc. Consider Approval of Memorandum of Understanding Gold Hill Mesa Heirloom Townhome Association, Inc.: Upon a motion duly made by Director Olson, seconded by Director Edwards and, upon vote, unanimously carried, the Board approved the MOUs pending final legal review.

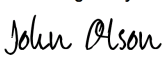
OTHER BUSINESS

Confirm Quorum for the Next Regular Meeting: Mr. Miller noted District Management would reach out to confirm quorum as necessary.

ADJOURNMENT

Upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Board adjourned the meeting at 10:23 a.m.

Respectfully submitted,

By 
 DocuSigned by:
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Secretary for the Meeting