

MINUTES OF A REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
GOLD HILL MESA METROPOLITAN DISTRICT NOS. 1, 2, & 3
HELD MAY 15, 2019

A regular meeting of the Board of Directors of the Gold Hill Mesa Metropolitan District Nos. 1, 2 and 3 was held on May 15, 2019, at 9:00 a.m., at 142 South Raven Mine Drive, Suite 200, Colorado Springs, CO 80904

Attendance

Board Members:

Barry Brinton
John Olson
Timothy Seibert
Tiffany Willard (via telephone)

Others:

Josh Miller, Chelsea Gondeck, Carrie Bartow & Ben Houghton; CliftonLarsonAllen LLP ("CLA")
Pete Susemihl; Susemihl, McDermott, & Cowan P.C.
Corey Pilato; MSI, LLC
Monte McKeehen
Alicia Petz; Gold Hill Mesa, Inc.
Neal Schuerer, Resident
Beverly and Tom Barnish, Residents

Call to Order/
Approve Agenda

Director Brinton called the meeting to order at 9:08 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.

Consider
Appointment of
Stephanie
Edwards

Following discussion, upon a motion duly made by Director Olson, seconded by Director Seibert and, upon vote, unanimously carried, the Board approved appointing Stephanie Edwards to the Board of Directors.

Administer Oath
of Office

This item was tabled.

Consider
Appointment of
Officers

Following discussion, upon a motion duly made by Director Brinton, seconded by Director Olson and, upon vote, unanimously carried, the Board approved the Appointment of Officers as follows:

President: Barry Brinton
Treasurer/Secretary: John Olson
Assistant Secretary: Timothy Seibert
Assistant Secretary: Stephanie Edwards

Minutes

A. Review and Consider Approval of Minutes from November 26, 2018 Regular Meeting

Upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Board approved the minutes of the November 26, 2018 Regular Meeting.

Manager's
Items

A. Insurance Update – Storm Damage

Mr. Miller reviewed tree damages caused by the storm with the Board, noting the District is in the process of replanting. Mr. Miller further noted the deductible has been met.

Financial Matters

A. Review and Consider Approval of Unaudited Financial Statements through March 31, 2019 and Current Cash Position

Ms. Bartow presented the March 31, 2019 Unaudited Financial Statements and Current Cash Position to the Board.

Upon a motion duly made by Director Seibert, seconded by Director Brinton and, upon vote, unanimously carried, the Board approved the unaudited financial statements and current cash position.

B. Review, Ratify and Approval of Claims

Ms. Bartow reviewed the prior and current claims with the Board.

Upon a motion duly made by Director Olson, seconded by Director Seibert and, upon vote, unanimously carried, the Board ratified approval of the prior claims and approved the current claims, as presented.

C. Review and Consider Approval of Addendum to Technology Consent Agreement with CliftonLarsonAllen LLP for Gold Hill Mesa MD No. 1

Upon a motion duly made by Director Olson, seconded by Director Seibert and, upon vote, unanimously carried, the Board approved the Addendum to the Technology Consent Agreement with CliftonLarsonAllen LLP for Gold Hill Mesa MD No. 1, as presented.

D. Ratify Approval of 2018 Exemption from Audit (District No. 3)

Ms. Bartow reviewed the 2018 Exemption from Audit with the Board.

Upon a motion duly made by Director Seibert, seconded by Director Olson and, upon vote, unanimously carried, the Board approved the 2018 Exemption from Audit for District No. 3, as presented.

E. Other

Ms. Bartow informed the Board that the Audits for District Nos. 1 & 2 are drafted and in review. The Audits will need to be ratified at the next Board meeting.

Attorney Items

A. Review and Consider Approval of Resolution No. 2019-04-01; Amending Infrastructure Development Fees

Mr. Susemihl reviewed the resolution with the Board. Mr. McKeehen informed the Board that the increase in fees is in alignment with changes in the market.

Following discussion, upon a motion duly made by Director Seibert, seconded by Director Olson and, upon vote, unanimously carried, the Board approved Resolution 2019-04-01, Amending Infrastructure Development Fees.

B. Conduct Public Hearing to Consider Petition for Exclusion of Property from Gold Hill Mesa MD No. 3; Consider Resolution for Approval of Petition for Exclusion for Property from Gold Hill Mesa MD No. 3

C. Conduct Public Hearing to Consider Petition for Inclusion of Property from Gold Hill Mesa MD No. 2; Consider Resolution for Approval of Petition for Inclusion for Property into Gold Hill Mesa MD No. 2

Upon a motion duly made by Director Olson, seconded by Director Seibert and, upon vote, unanimously carried, the Board opened the public hearing at 9:38 a.m.

No public comments.

Upon a motion duly made by Director Seibert, seconded by Director Olson and, upon vote, unanimously carried, the Board closed the public hearing at 9:39 a.m.

Upon a motion duly made by Director Seibert, seconded by Director Olson and, upon vote, unanimously carried, the Board approved the Petition for Exclusion of Property from Gold Hill Mesa MD No. 3.

Upon a motion duly made by Director Seibert, seconded by Director Olson and, upon vote, unanimously carried, the Board approved the Petition for Inclusion of Property into Gold Hill Mesa MD No. 2.

Director's
Matters

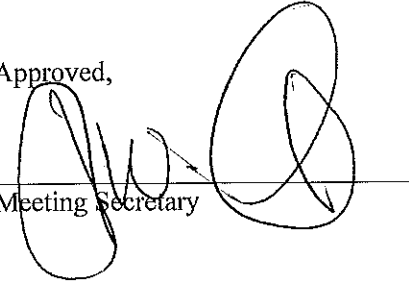
A. Other
None.

Adjournment

With no further business to discuss, upon a motion and, upon vote, unanimously carried, the Board adjourned at 9:43 a.m.

Approved,

Meeting Secretary

A handwritten signature in black ink, consisting of a large, stylized 'M' followed by a large, stylized 'S'. The signature is written over a horizontal line.