

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

ROCK METROPOLITAN DISTRICT

Held: Wednesday, October 19, 2022, at 9:00 a.m. via Zoom teleconference.

**Attendance**

The regular meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve, were in attendance:

Ben Both  
Timothy Westbrook  
Jonathan Adkins  
Eric Isaacson

Director Rice was absent. All director absences are excused unless otherwise noted in these minutes.

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Carrie Bartow, CliftonLarsonAllen, LLP, District Accountant; and a member of the public.

**Call to Order/Declaration of Quorum**

Ms. Murphy noted that a quorum of the Board was present and called the meeting to order.

**Director Conflict of Interest Disclosures**

Ms. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy inquired into whether members of the Board 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda Ms. Murphy reviewed the proposed agenda with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Public Comment None.

**Consent Agenda** Ms. Murphy reviewed the items on the consent agenda with the Board. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, acknowledged, ratified and adopted:

- July 14, 2022 Organizational Minutes;
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.;
- Resolution Designating Meeting Notices Posting Location; and
- Resolution Calling May 2, 2023 Regular Election.

**Legal Matters**

Consider Adoption of 2023 Annual Administrative Resolution Ms. Murphy reviewed the 2023 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution subject to discussed changes being made.

Discuss and Review Insurance General Liability Schedule and Limits, Consider Authorization to Bind Coverage Ms. Murphy reviewed the current general liability schedule and limits with the Board noting there is no excess liability coverage. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the general liability schedule and authorized legal counsel to bind coverage.

Consider Approval of Contractor Agreement with Heatherly Creative for Website Design and Maintenance Ms. Murphy presented the Contractor Agreement with Heatherly Creative for Website Design and Maintenance to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Discuss Board Member Contact Emails for District Website Ms. Murphy noted that the new law requires contact information be posted on the Districts’ website. Following discussion, upon motion duly made and seconded, the Boards unanimously approved setting up a general email inbox.

Discuss 2022 Legislative Memorandum Ms. Murphy discussed the 2022 Legislative Memorandum with the Board. No action was taken.

Discuss Service Plan Amendment Ms. Murphy presented the Service Plan Amendment to the Board. Ms. Bartow noted the new service plan removes the requirement to back before council prior to issuing debt.

Other Legal Matters None.

### **Financial Matters**

Review Unaudited Financials, Schedule of Cash Position and Property Tax Statement Deferred.

Discuss Status of 2021 Audit Deferred.

Public Hearing on 2022 Budget Amendment (if necessary) Not needed.

Consider Approval of Resolution Amending the 2022 Budget (if necessary) Not needed.

Public Hearing on Proposed 2023 Budget Director Both opened the public hearing on the proposed 2023 Budget. Ms. Murphy 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.

Consider Approval of Resolution Adopting the 2023 Budget Ms. Bartow 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 as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Consider Approval of Application for Exemption from Audit Ms. Bartow presented the 2022 Application for Exemption from Audit to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the application.

Consider Approval of Master Service Agreement and Special Districts Preparation Scope of Work with CliftonLarsonAllen LLP for District Accounting Services

Ms. Bartow presented the Master Service Agreement and Special Districts Preparation Scope of Work with CliftonLarsonAllen LLP for District Accounting Services noting the new scope of work for 2023. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement subject to final review by legal counsel.

Other Financial Matters

None.

**Other Business**

Director Westbrook noted the plan to issue debt in the spring of 2024 and start building at the end of 2023.

**Adjournment**

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

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

*Denise Hogenes*

Denise Hogenes (Aug 24, 2023 09:59 MDT)

---

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 16<sup>th</sup> day of August, 2023.