

**RECORD OF PROCEEDINGS**  
**MINUTES OF A JOINT SPECIAL MEETING**  
**OF THE BOARDS OF DIRECTORS OF**  
**MEADOWS METROPOLITAN DISTRICTS NOS. 2-7**

**HELD:** Wednesday, the 9th day of November, 2022, at 3:00 p.m. at the offices of Castle Rock Development Company, 3033 East First Avenue, Suite 305, Denver, Colorado.

**ATTENDANCE:**

A joint special meeting of the Boards of Directors of Meadows Metropolitan District Nos. 2-7, Town of Castle Rock, Douglas County, Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Stephanie L. McCandless, President (by virtual means)  
Logan T. Jones, Secretary/Treasurer  
Kelly L. Beach, Assistant Secretary  
Robert C. Hanisch, Jr, Assistant Secretary  
Bruce Stokes, Assistant Secretary (by virtual means)

Also present were Seef Le Roux of CliftonLarsonAllen LLP, and Lisa K. Mayers of Spencer Fane LLP and a member of the public (by virtual means).

**CALL TO ORDER:**

The meeting was called to order at 3:03 p.m., it being noted for the record that a quorum for each of the Boards was confirmed for the purpose of conducting business.

**DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:**

Director McCandless noted for the record that general disclosure statements had been filed on behalf of the members of the Boards of Directors present with the Office of the Colorado Secretary of State and with the Secretary of the District. No new conflicts disclosures were made.

**AGENDA:**

Upon motion duly made, seconded, and unanimously carried, the Boards approved the agenda as presented.

**PUBLIC COMMENT:**

The Boards noted that there were no comments from the members of the public present.

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### **APPROVAL OF MINUTES:**

The Boards reviewed the minutes of the joint regular meeting held on November 17, 2021. Following discussion and upon motion duly made, seconded, and unanimously carried, the Boards approved the minutes, as revised, for the meeting and authorized the Secretary to sign the minutes as constituting a true and correct record of the proceedings of the meeting.

### **FINANCIALS:**

- a. Financial Statements and Schedule of Cash Deposits. Mr. Le Roux presented and reviewed the Financial Statements dated September 30, 2022, and the Schedules of Cash Position updated through October 18, 2022. Following review and discussion, upon motion duly made, seconded and unanimously carried, the Boards accepted the financial reports as presented.
- b. Cash Deposits/Reconciliation of Cash Activity. Mr. Le Roux reviewed with the Boards the schedule of cash deposits/reconciliation of cash activity.
- c. Disbursements. Mr. Le Roux presented for the Boards' consideration and approval the schedule of vouchers paid and payable from November 17, 2021 through November 3, 2022. Following discussion and upon motion duly made, seconded and unanimously carried, the Boards ratified approval of previous disbursements and approved the current disbursements as presented.
- d. 2021 Audits. Mr. Le Roux presented to the Boards the 2021 Audits. Following review and discussion, upon motion duly made, seconded and unanimously carried, the Boards ratified approval and filing of the 2021 Audits.

### **2022 BUDGET AMENDMENTS:**

Director Hanisch opened the public hearing on the proposed amendments to the 2022 budgets for Meadows Metropolitan District Nos. 2, 3, 4, 5, 6 and 7. Ms. Mayers reported that notice of the public hearing had been published in accordance with statutory requirements. Mr. Le Roux reported that amendments to the 2022 budgets are necessary related to District Nos. 2 and 7. Following discussion and upon motion duly made, seconded, and unanimously carried, the public hearing on the 2022 budget amendments was closed, and the resolution to amend the budgets as discussed was unanimously approved.

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### **2023 BUDGETS – DISTRICT NOS. 2-7:**

Director Beach declared the public hearing for the consideration of the proposed budgets for fiscal year 2023 for Meadows Metropolitan District Nos. 2-7 open. Ms. Mayers reported that the public hearing had been published in accordance with statutory requirements. Mr. Le Roux distributed and reviewed for the Boards' approval the Districts' 2023 budgets. There being no public comment, upon motion duly made, seconded, and unanimously carried, the public hearing on the proposed budgets for the fiscal year 2023 was closed.

Following discussion, upon motion duly made, seconded and unanimously carried, the Boards: (1) approved and adopted the 2023 budgets; (2) authorized the appropriation of funds for the expenditures set out in the budgets; (3) approved and adopted the mill levies for certification to the County, as indicated within the resolutions; (4) authorized Director McCandless, as President, to sign the necessary documentation; and (5) directed Spencer Fane LLP, to submit the certifications of the tax levies to the Board of County Commissioners of Douglas County prior to December 15, 2022, and file the budgets with the Division of Local Government prior to January 31, 2023. The Boards further directed that the Resolutions adopting the 2023 budgets be attached to these minutes and incorporated herein by this reference.

### **DIRECTOR ITEMS:**

Landscape Activities. Director Hanisch provided the Boards an update on landscape activities performed in the last year and those to be performed in the next few years based on available funds. No action taken.

### **ATTORNEY ITEMS:**

Resolution Concerning Annual Administrative Matters for 2023. Ms. Mayers presented the Boards the Resolution Concerning Annual Administrative Matters for 2023. Ms. Mayers discussed amending the resolution to reflect that meetings will be scheduled on an as needed basis, rather than monthly, as has been the historical practice. Following discussion, upon motion duly made, seconded, and unanimously carried, the Boards adopted the resolution, as amended.

Resolution Calling May 2, 2023 Regular Director Elections. Ms. Mayers presented the Boards the Resolution Calling May 2, 2023 Regular Director Elections. Following discussion, upon motion duly made, seconded, and unanimously carried, the Boards adopted the resolution.

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Exclusion from Workers Compensation Coverage and related Resolutions. Ms. Mayers discussed with the Boards the Workers Compensation Coverage and related Resolutions. Following discussion, upon motion duly made, seconded, and unanimously carried, the Boards approved the Exclusion of Workers Compensation Coverage and adopted the related resolutions.

**OTHER BUSINESS:**

Master Service Agreement with CliftonLarsonAllen LLP. Mr. Le Roux discussed with the Boards the Master Service Agreement with CliftonLarsonAllen LLP and Statement of Work for Accounting. Following review and upon motion duly made, seconded and unanimously carried, the Boards approved the Master Service Agreement and Statement of Work.

**ADJOURNMENT:**

There being no further business to come before the Boards and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at 3:55 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the Meadows Metropolitan District Nos. 2-7.

*Logan Jones*

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Secretary of the Districts