

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
COUNTRY CLUB HIGHLANDS METROPOLITAN DISTRICT
HELD
NOVEMBER 13, 2023

A Special Meeting of the Board of Directors of Country Club Highlands Metropolitan District (hereinafter the “Board”) was duly held on Monday, November 13, 2023, at 11:00 a.m. This meeting was held via Zoom videoconference and telephonically. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Pat McClanahan, President / Treasurer

Also In Attendance Were:

Elisabeth A. Cortese, Esq., and Lisa A. Jacoby; McGeady Becher P.C.

Diane Wheeler and Daisey Garcia; Simmons & Wheeler, P.C.

ADMINISTRATIVE MATTERS

Disclosures of Potential Conflicts of Interest:

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. Ms. Jacoby noted that Director McClanahan is a resident and a member of the Country Club Highlands Homeowner’s Association (the “HOA”).

Quorum/ Meeting Location / Posting of Notice:

Ms. Jacoby confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board determined that the meeting would be held by Zoom teleconference means. The Board further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District’s boundaries have been received.

Agenda:

The Board reviewed the Agenda for the meeting. Following review, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board approved the Agenda.

Resignation of Terry Gordon / Board Vacancies:

The Board acknowledged the resignation of Terry Gordon, effective August 26, 2023, and discussed the current vacancies on the Board. Director McClanahan discussed his desire to resign from the Board, subject to his replacement by another qualified elector.

Appointment of Officers:

This matter was deferred.

Public Comment:

None.

Minutes of August 23, 2023 Special Meeting:

The Board reviewed the minutes from the August 23, 2023 special meeting. Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board approved the minutes of the August 23, 2023 special meeting.

Resolution No. 2023-11-01; Resolution Establishing Regular Meeting Dates, Time, Location and Designating Location for Posting of 24-Hour Notices:

The Board discussed the business to be conducted in 2024. Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board adopted Resolution No. 2023-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices. The Board determined to hold a 2024 meeting on November 4, 2024, at 11:00 a.m., to be held virtually.

2024 Insurance:

Ms. Jacoby discussed the status of the District's insurance and presented information related to Cyber Security and Crime coverage.

Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board approved an increase in crime coverage to \$100,000, and authorized the renewal of the District's insurance and Special District Association membership for 2024. The Board determined not to establish an insurance committee.

Section 32-1-809, C.R.S. Requirements (Transparency Notice):

Ms. Jacoby discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed District Counsel to post the special district transparency notice on the Special District Association website, the District website, and to provide the notice to the HOA for posting on the HOA website.

FINANCIAL MATTERS

2022 Audit Exemption Application: Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board ratified approval of the 2022 Audit Exemption Application.

Payment of Claims: Ms. Wheeler reviewed the payment of claims for the period ending September 30, 2023, for a total amount of \$8,741.42.

Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board ratified and approved as appropriate, the payment of claims in the amount of \$8,741.42, for the period ending September 30, 2023.

Unaudited Financial Statements and Cash Position: Ms. Wheeler presented the unaudited financial statements and cash position for the period ending September 30, 2023.

Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2023.

Determination of Inability to make a Scheduled Bond Payment (Section 32-1-903(3), C.R.S.): Ms. Jacoby discussed the requirements of Section 32-1-903(3), C.R.S. requiring the Board to make a determination of inability to make a scheduled bond payment. The Board acknowledged its inability to make its scheduled bond payment.

Public Hearing on Amendment to 2023 Budget: Director McClanahan opened the public hearing to consider an amendment to the 2023 Budget.

It was noted that publication of a Notice stating that the Board would consider amendment of the 2023 Budget, together with the date, time and place of the public hearing was made in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

It was determined that a 2023 Budget Amendment was not necessary.

Public Hearing on 2024 Budget: Director McClanahan opened the public hearing to consider the proposed 2024 Budget and discuss related issues.

It was noted that a Notice stating that the Board would consider adoption of the 2024 Budget, together with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

Ms. Wheeler reviewed the estimated 2023 expenditures and the proposed 2024 expenditures with the Board.

No public comments were received, and the public hearing was closed.

Upon motion duly made and seconded by Director McClanahan, and upon vote unanimously

carried, the Board approved the 2024 Budget, as discussed, and considered adoption of Resolution No. 2023-11-02; Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution No. 2023-11-03; Resolution to Set Mill Levies (1.895 mills in the General Fund and 28.996 mills in the Debt Service Fund, for a total mill levy of 30.891 mills). Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. District Counsel was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government.

DLG-70 Mill Levy Certification Form:

Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form and directed District Counsel to file same with the Board of County Commissioners and other interested parties.

Resolution No. 2023-11-04; Resolution Authorizing Adjustment of the District Mill Levy in Accordance with Service Plan: Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board adopted Resolution No. 2023-11-04; Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

Preparation of 2025 Budget: Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board appointed Simmons & Wheeler, P.C. to prepare the 2025 Budget.

Application for 2023 Audit Exemption: Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board appointed Simmons & Wheeler, P.C. to prepare and file the Application for Audit Exemption for 2023.

LEGAL MATTERS

Resolution No. 2023-11-05; Resolution Amending Policy on Colorado Open Records Act Requests: Ms. Jacoby and Attorney Cortese discussed the Resolution Amending Policy on Colorado Open Records Act Requests.

Following discussion, upon motion duly made and seconded by Director McClanahan, and upon vote unanimously carried, the Board adopted Resolution No. 2023-11-05; Resolution Amending Policy on Colorado Open Records Act Requests.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

By *Lisa Jacoby*
Secretary for the Meeting