

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

CIELO METROPOLITAN DISTRICT

Held: Wednesday, October 27, 2021 at 10:00 a.m. via teleconference.

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 qualification to serve, were in attendance:

Ben Both  
Chris Osler  
Reggie Carveth  
Michael Newman

Director Westbrook was absent and excused.

Also present were Clint W. Waldron, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Carrie Bartow, CliftonLarsonAllen, LLP, District Accountant.; Barrett Marrocco and Chase Hanusa, Independent District Engineering Services, District Engineer; and Michele Rittgers, The Management Trust, District Manager.

**Call to Order/Declaration of Quorum**

Director Both noted that a quorum of the Board was present and called the meeting to order.

**Director Conflict of Interest Disclosures**

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**

The Board reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

**Public Comment**

None.

**Consent Agenda**

The Board 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. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, and/or adopted:

- August 26, 2021 Special Meeting Minutes
- Claims Listing in the amount of \$38,771.62
- Resolution Calling May 3, 2022 Election
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.
- Monument Authorization Letter
- Resolution Designating District’s 24-Hour Posting Location

**Legal Matters**

Discussion Regarding Ownership of Tracts within Cielo Subdivision Filing No. 1

Deferred.

Review Insurance Property and Liability Schedule and Limits

Ms. Murphy reviewed the property and liability schedule and limits with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the property and liability schedule and limits as presented and determined not to bind any additional excess liability coverage.

Discuss BMO Workers’ Compensation

The Board engaged in general discussion regarding worker’s compensation coverage and authorized legal counsel to bind coverage.

Consider Approval of 2022 Annual Administrative Resolution

Ms. Murphy reviewed the 2022 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the 2022 Annual Administrative Resolution.

Consider Approval of Termination Agreement with Forestar Real Estate Group, Inc.

Ms. Murphy reviewed the Termination Agreement with Forestar Real Estate Group, Inc. with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Termination Agreement with Forestar Real Estate Group, Inc.

Discuss Independent Contractor Agreement with The Management Trust for District Management Services

Ms. Murphy reviewed the Independent Contractor Agreement with The Management Trust for District Management Services with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Independent Contractor Agreement with The Management Trust for District Management Services subject to final approval by Director Osler.

Other Legal Matters

None.

### **Financial Matters**

Consider Approval of Resolution Imposing Operations Fee

Ms. Murphy reviewed the Resolution Imposing Operations Fee with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Resolution Imposing Operations Fee subject to final approval of fee amount by Directors Both and Osler.

Consider Acceptance of Unaudited Financial Statements

Ms. Bartow reviewed the September 30, 2021 Unaudited Financial statements with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the September 30, 2021 Unaudited Financial Statements.

Consider Approval of Resolution Accepting District Eligible Costs and Requisition No. 2

Ms. Bartow reviewed the Resolution Accepting District Eligible Costs and Requisition No. 2 with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Resolution Accepting District Eligible Costs and Requisition No. 2 subject to receipt of accountants cost certification and final review by Director Newman and legal counsel.

Public Hearing on 2021 Budget Amendment

Not needed.

Consider Adoption of Resolution Amending 2021 Budget

Not needed.

Public Hearing on Proposed 2022 Budget

Director Both opened the public hearing on the proposed 2022 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 Adoption of 2022 Budget Resolution

Ms. Murphy reviewed the 2022 Budget and Budget Resolution with the Board. The Board discussed increasing the transfer to Stone Creek and separating out the operations fee fund. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution Adopting 2022 Budget and

appropriating funds therefore and certifying 11.132 mills for the general fund and 55.664 mills for the debt service fund.

**Other Financial Matters**

None.

**Other Business**

None.

**Adjourn**

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

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

*Michael Newman*

Michael Newman (May 3, 2022 16:38 MDT)

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Secretary for the Meeting

The foregoing minutes were approved on the 27th day of April, 2022.