

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CASTLEWOOD RANCH METROPOLITAN DISTRICT HELD JUNE 3, 2021

A Special Meeting of the Board of Directors of the Castlewood Ranch Metropolitan District was duly held on Thursday, the 3rd day of June, 2021, at 6:30 p.m. The meeting was open to the public.

Due to the threat posed by the COVID-19 coronavirus, and the benefit to the control of the virus by limiting in-person contact, this meeting was held via teleconference.

Directors In Attendance Were:

Caryn Johnson
Steven G. Peterson
Ann T. Weaver

Also In Attendance Were the Following Consultants:

David Solin; Special District Management Services, Inc.

Paula Williams, Esq.; McGeady Becher P.C.

John Simmons and Diane Wheeler; Simmons & Wheeler, P.C.

Greg Livin; Wipfli LLP (for a portion of the meeting)

Maxwell (“Max”) Brooks; Board Candidate

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Director Johnson noted that a quorum was present and requested members of the Board 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 the statute. No additional conflict disclosures were made at the meeting.

**ADMINISTRATIVE
MATTERS**

Agenda: The Board reviewed for approval a proposed Agenda for the District's Special Meeting.

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Following discussion, upon motion duly made by Director Peterson, seconded by Director Johnson and, upon vote, unanimously carried, the Agenda was approved, as amended.

Meeting Location: The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Peterson, seconded by Director Johnson and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the virus by limiting in-person contact, this District Board meeting was held via teleconference. The Board noted that notice of this meeting and teleconference was duly posted and the Board had not received any objections to the teleconference meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Peterson, seconded by Director Johnson, and upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District as least 24 hours prior to each meeting at the corner of Mikelson Boulevard and Lantern Trail, Castle Rock, Colorado 80104.

Appointment of Director: The Board considered the appointment of Mr. Max Brooks to fill a vacancy on the Board of Directors.

Following discussion, upon motion duly made by Director Weaver, seconded by Director Peterson and, upon vote, unanimously carried, the Board appointed Mr. Max Brooks to fill a vacant position on the Board of Directors.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Weaver and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Caryn Johnson
Treasurer	Steven G. Peterson
Secretary	David Solin
Assistant Secretary	Ann T. Weaver
Assistant Secretary	Max Brooks

Minutes: The Board reviewed the Minutes of the November 5, 2020 Special Meeting.

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Following discussion, upon motion duly made by Director Weaver, seconded by Director Johnson and, upon vote, unanimously carried, the Minutes of the November 5, 2020 Special Meeting were approved, as presented.

2021 SDA Conference: Mr. Solin discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

Mode of Meetings: The Board entered into discussion regarding the mode of meetings. The Board determined to meet in person during the November 4, 2021 meeting, Mr. Solin advised the Board that this would be dependent upon public health and safety conditions being conducive for all members of the public to be able to attend meetings in person, as the District’s meetings are open to the public.

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

Authorized Signers for Colotrust Account: The Board entered into discussion regarding the Authorized Signers for the Colotrust account.

Following discussion, upon motion duly made by Director Peterson, seconded by Director Weaver and, upon vote, unanimously carried, the Board authorized all Directors to elect the type of access they would like to have. It was noted Directors cannot opt to have access for moving funds.

Claims: The Board considered ratifying the approval of the payment of claims as follows:

	Period Ending Nov. 12, 2020	Period Ending Dec. 15, 2020	Period Ending Jan. 19, 2021	Period Ending Feb. 17, 2021
General Fund	\$ 11,576.75	\$ 3,560.15	\$ 2,987.04	\$ 1,765.15
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 11,576.75	\$ 3,560.15	\$ 2,987.04	\$ 1,765.15

	Period Ending March 25, 2021	Period Ending April 21, 2021	Period Ending May 21, 2021
General Fund	\$ 1,666.91	\$ 1,764.69	\$ 1,230.38
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-
Capital Fund	\$ -0-	\$ -0-	\$ -0-
Total	\$ 1,666.91	\$ 1,764.69	\$ 1,230.38

Following discussion, upon motion duly made by Director Johnson, seconded by Director Weaver and, upon vote, unanimously carried, the Board ratified approval of the payment of claims as presented.

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Unaudited Financial Statements: Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending March 31, 2021.

Following discussion, upon motion duly made by Director Peterson, seconded by Director Weaver and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2021, as presented.

2020 Audit: Mr. Livin reviewed with the Board the draft 2020 Audit.

Following review and discussion, upon motion duly made by Director Peterson, seconded by Director Johnson, and upon vote, unanimously carried, the Board approved the 2020 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter from Auditor.

2021 Debt Option Redemption Amount: The Board deferred discussion.

Quarterly Lift Station Operations and Maintenance Subsidy Payments per Terms of the Amended and Reinstated Castlewood Ranch Collection Agreement between the Town of Castle Rock, Castlewood Ranch LLC, and the District: Mr. Solin discussed with the Board the quarterly lift station operations and maintenance subsidy payments per terms of the Amended and Reinstated Castlewood Ranch Collection Agreement between the Town of Castle Rock, Castlewood Ranch LLC, and the District. No action was taken.

LEGAL MATTERS

Second Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act Requests: The Board reviewed a Second Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act Requests.

Following discussion, upon motion duly made by Director Peterson, seconded by Director Weaver and, upon vote, unanimously carried, the Board adopted the Second Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act Requests.

CAPITAL IMPROVEMENTS/ MAINTENANCE MATTERS

2020 Detention Pond Maintenance: Mr. Solin reviewed with the Board the Detention Pond Report. The Board directed Mr. Solin to share the Detention Pond Report with the Homeowners Association's Manager and to have Mr. Robert Graham prepare a timeline of future tasks to be completed.

Appleton Way Landscaping: Director Weaver updated the Board on the Appleton Way Landscaping.

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OTHER BUSINESS

Lost Canyon Ranch: The Board entered into discussion regarding the Lost Canyon Ranch. Director Johnson updated the Board on the current status, noting that the property is for sale and there is potential interest from Douglas County to use it as an open space.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Peterson, seconded by Director Weaver and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 
Secretary for the Meeting