

MINUTES OF AN ORGANIZATIONAL MEETING OF THE
BOARD OF DIRECTORS

OF

NEWLIN CROSSING METROPOLITAN DISTRICT

Held: Monday, January 24, 2022 at 10:00 a.m. via
teleconference.

Attendance

The organizational 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:

Kent Pedersen
Jonathan Beckwitt
Jennifer Thornbloom
Joseph Huey

Director Hessler was absent and excused.

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel and Diane Wheeler, Simmons & Wheeler, P.C., District Accountant.

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.

Consider Election of Officers

The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board unanimously elected Director Pedersen as President, Director Thornbloom as Secretary, Director Hessler as Treasurer, and Directors Huey and Beckwitt as Assistant Secretaries.

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:

- Special District Disclosure Notice Pursuant to § 32-1-809, C.R.S.;
- Resolution Calling May 3, 2022 Regular Election;
- Resolution Designating the District's 24-Hour Posting Location;
- Resolution adopting the Colorado Special District Records Retention Schedule;
- Public Records Request Policy;
- Resolution Adopting Personal Data Privacy Policy;
- Resolution Regarding Electronic Posting of Meeting Notices;
- Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts;
- Intergovernmental Agreement with Town of Parker;
- Indemnification Letter to Town of Parker; and
- Special District Disclosure Notice Pursuant to Service Plan.

Legal Matters

Insurance & Liability
Discuss Insurance
Requirements (public
official's liability, general
liability, workers'

The Board engaged in general discussion regarding general liability and property schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously directed legal counsel to bind general liability coverage, with no excess liability insurance and approved the Resolution Adopting

compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special District Association

the Intergovernmental Agreement with the Colorado Special District Property and Liability Pool, and authorized membership in the Special District Association.

Discuss Director Liability Issues and Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements

Ms. Murphy reviewed the Director Liability Issues and Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements with the Board. No action taken

Consider Approval of Agency Services Agreement with T. Charles Wilson Insurance Services

The Board reviewed the engaged in general discussion regarding the Agency Services Agreement with T. Charles Wilson Insurance Services. Following discussion, upon a motion duly made and seconded, the Board approved the Agency Services Agreement with T. Charles Wilson Insurance Services.

Discuss BMO Worker's Compensation Coverage and Consider Authorizing Filing of Exclusion of Uncompensated Public Officials form for 2022 Policy Period.

Ms. Murphy reviewed the BMO Worker's Compensation Coverage with the Board. Following discussion, upon a motion duly made and seconded the Board directed legal counsel to bind BMO Worker's Compensation Coverage.

Discuss and Consider Adoption of 2021 and 2022 Annual Administrative Resolution

Ms. Murphy reviewed the 2021/2022 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the 2021/2022 Annual Administrative Resolution.

Consider Approval of Engagement letter with White Bear Ankele Tanaka & Waldron for Legal

Ms. Murphy reviewed the Engagement Letter with White Bear Ankele Tanaka & Waldron for legal services with the Board. Ms. Murphy stated that as she is not independent as to the engagement, the Board are advised to have separate legal counsel review the engagement letter. The Board declined to engage separate legal counsel to review the letter. Following discussion, upon a motion duly made and seconded the Board unanimously approved the Engagement Letter with White Bear Ankele Tanaka & Waldron for legal services.

Consider Approval of Engagement Letter with Simmons & Wheeler for Accounting Services

Ms. Wheeler reviewed the Engagement Letter with Simmons & Wheeler for Accounting Services with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Engagement Letter with Simmons & Wheeler for Accounting Services.

Consider Approval of Proposal from Heatherly Creative for District Website

Ms. Murphy reviewed the proposal from Heatherly Creative with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Proposal with Heatherly Creative for the District Website Design and Maintenance.

Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) with Lennar Colorado, LLC

Ms. Murphy reviewed the Funding and Reimbursement Agreement (O&M) with Lennar Colorado, LLC with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the Funding and Reimbursement (O&M) with Lennar Colorado, LLC subject to final legal review.

Other Legal Matters

None.

Financial Matters

Consider Approval of Execution of (1) Form SS-4 Application for Federal Employer Identification Number; (2) Application for Colorado Sales Tax Exemption Number; and (3) Application for Assignment of PDPA Numbers

Ms. Murphy reviewed the applications for the Federal Employer Identification Number, Sales Tax Exemption Number Application; and Assignment of PDPA Numbers Application with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the applications as presented.

Discuss and Consider Establishment of Bank Accounts and Authorize Signers on the Accounts (with all checks requiring two signatures)

The Board engaged in general discussion regarding the Establishment of a District Bank Account and Signers. Following discussion, upon a motion duly made and seconded, the Board unanimously approved and authorized Ms. Wheeler to open an account with FirstBank and authorized all Board Members are designated signors on the account.

Approval of Bill.com

The Board engaged in general discussion regarding utilizing Bill.com. Following discussion, upon a motion duly made and seconded, the Board unanimously approved using Bill.com.

Conduct Public Hearing on 2021 Budget

Director Pedersen opened the public hearing on the proposed 2021 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 Resolution Adopting 2021 Budget

Ms. Wheeler reviewed the 2021 Budget and Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution Adopting 2021 Budget and appropriating funds therefore.

Conduct Public Hearing on 2022 Budget

Director Pedersen 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 Resolution Adopting 2022 Budget

Ms. Wheeler reviewed the 2022 Budget and Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution Adopting 2022 Budget and appropriating funds therefore.

Consider Approval of Resolution Approving the Application for Exemption from Audit for the 2021 Fiscal Year

Ms. Wheeler reviewed the Resolution Approving the Application for Exemption from Audit for the 2021 Fiscal Year with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Resolution Approving the Application for Exemption from Audit for the 2021 Fiscal Year.

Other Financial Matters

None.


Other Business

None.

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.


Kent Pedersen (Aug 24, 2022 14:06 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 24th day of August, 2022.