

# RECORD OF PROCEEDINGS

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MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD  
OF DIRECTORS

OF THE

MEADOW RIDGE METROPOLITAN DISTRICT NOS. 1-3,  
MEADOW RIDGE COMMERCIAL METROPOLITAN DISTRICT

HELD: Monday, February 24, 2021, at 4:00 PM at 1641 California Street,  
Suite 300, Denver, CO 80202, Via Zoom

**ATTENDANCE:**

In attendance were Directors:

Tim Craft  
Jeff Keeley  
Stephanie Stewart  
Howard Johnson  
Brad Woods

Also in attendance were:

Dianne Miller and Rhonda S Bilek, Miller & Associates Law Offices,  
LLC

**CALL TO ORDER:**

Ms. Miller noted that a quorum of the Board was present and the Directors confirmed their qualification to serve.

**DISCLOSURE  
MATTERS:**

Ms. Miller advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the board to act.

Tim Craft - Purchased an undivided interest in vacant land located within the District.

Jeff Keeley - Purchased an undivided interest in vacant land located within the District.

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Stephanie Stewart - Purchased an undivided interest in vacant land located within the District.

Howard Johnson - Purchased an undivided interest in vacant land located within the District.

Brad Woods - Purchased an undivided interest in vacant land located within the District.

Written disclosures of the interests of all of the directors were filed with the Secretary of State prior to the meeting.

### AGENDA:

The Agenda was presented and approved as posted.

### ORGANIZATIONAL ITEMS:

a) 2021 Annual Administrative Resolutions and Compliance Resolutions – Ms. Miller presented the resolutions, after discussion by the Board, the Directors determined to have the physical location of regular meetings at 1288 S. Clayton Street, Denver 80210. The three posting locations are intersections of Hwy 66 & CR 11, Hwy 66 & CR 9-1/2 and 4740-4998 Hwy 66. The following positions were designated. Tim Craft, President, Jeff Keeley, Vice president, Stephanie Stewart, Assistant Secretary, Howard Johnson, Assistant secretary and Brad wood, Assistant Secretary. Director Keeley moved that the Board approve the resolutions for all Districts. Upon second by Director Stewart, vote was taken, and motion carried unanimously.

b) Joint Resolution Designating Meeting Location Outside the Boundaries of the Districts. – Director Keeley moved that the Board approve the resolution as presented for all Districts. Upon second by Director Stewart, vote was taken, and motion carried unanimously.

c) Director Matters:

i) Indemnification Resolutions – Ms. Miller presented the resolutions. Director Johnson moved that the Board approve the resolutions for all Districts. Upon second by Director Woods, vote was taken, and motion carried unanimously.

ii) Directors'/Treasurer's Surety Bonds – Ms. Miller reviewed the information regarding the Directors and Treasurer's Surety Bonds.

d) Financial Matters:

i) Federal Identification Numbers – Ms. Miller stated the Federal ID numbers have already been obtained for each district.

ii) PDPA Numbers – Ms. Miller explained the importance of Public Deposit Protection Program through the State of Colorado. The

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applications for each district will be forwarded for signature and submitted to the State.

iii) SDA Membership – Ms. Miller explained to the Board the benefits of membership with Special Districts Association. Upon motion made and seconded, vote was taken, and motion carried unanimously for each district to apply for SDA membership.

e) Insurance Matters:

i) SDA and Colorado Special District Property and Liability Pool – Director Johnson moved that the Board approve the proposal and application for Districts 1, 3 and Commercial. Upon second by Director Woods, vote was taken, and motion carried unanimously.

ii) Resolution Waving Workers’ Compensation Insurance for 2021 – Director Johnson moved that the Board approve the Resolution to waive workers’ compensation insurance for all Districts. Upon second by Director Woods, votes taken, and motion carried unanimously.

f) Appointment of Consultants:

i) Legal Engagement Letter (Miller & Associates Law Offices, LLC) – Ms. Miller presented the engagement letter and addendum to the Board. Director Craft moved that the Board approve as presented for all Districts. Upon second by Director Keeley, vote was taken, and motion carried unanimously.

ii) Management and Accounting – Ms. Miller discussed management and accounts consultants for the district and suggested that the Board consider a company in the future.

iii) Engineering – Ms. Miller suggested the Board also consider an engineering company.

g) Joint CORA Policy Resolution– After discussion, the Board determined Director Jeff Keeley to be the designated custodian for public records until such designation is changed. Director Johnson moved that the Board approve the CORA Policy Resolution for all the Districts. Upon second by Director Woods, vote was taken, and motion carried unanimously.

h) Resolution Regarding Electronic Records Retention Policy – Director Johnson moved that the Board approve the Resolution for all the Districts. Upon second by Director Woods, vote was taken, and motion carried unanimously.

i) Adoption of District Seals – Director Johnson moved that the Board approve the Resolution for all the Districts. Upon second by Director Woods, vote was taken, and motion carried unanimously.

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**PUBLIC HEARING  
FOR 2021 BUDGETS:**

Ms. Miller reported that the proper publication had been made to allow the Board to conduct the public hearing to adopt the 2021 budgets for all the Districts. Ms. Miller reviewed the budgets with the Board. After discussions, Director Craft moved that the Board adopt the budgets presented. Upon second by Director Keeley, vote was taken, and motion carried unanimously.

**IGA'S WITH TOWN  
OF MEAD:**

Intergovernmental Agreement Between the Town of Mead and the District's – After discussion Director Craft moved that the Board approve the IGA as presented. Upon second by Director Keeley, vote was taken, and motion carried unanimously.

**ADVANCE &  
REIMBURSEMENT  
AGREEMENTS:**

Advance & Reimbursement Agreement for Operation and Maintenance Cost by and between the Districts and Meadow Ridge Development, Inc. - After discussion Director Craft moved that the Board approve the IGA's for all Districts as presented. Upon second by Director Keeley, vote was taken, and motion carried unanimously.

**INFRASTRUCTURE  
ACQUISITION  
AGREEMENTS:**

Infrastructure Acquisition & Reimbursement Agreement by and between the Districts and Meadow Ridge Development, Inc. - After discussion Director Craft moved that the Board approve the Infrastructure Acquisition & Reimbursement Agreements for all Districts as presented. Upon second by Director Keeley, vote was taken, and motion carried unanimously.

**OTHER BUSINESS:**

The Board of Directors brought up questions and concerns regarding bonds and the current legislation. Discussed and requested Ms. Miller's office to add insurance for Meadow Ridge MD No. 3 and requested Ms. Millers to apply for a government website through SIPA.

**ADJOURNMENT:**

There being no further business to come before the Board, upon motion and second, the Board unanimously adjourned the meeting at 5:05 P.M.

Respectfully submitted,

DocuSigned by:

*Jeff Keeley*

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Secretary for the Meeting