

MINUTES OF A JOINT ORGANIZATIONAL MEETING OF
THE BOARD OF DIRECTORS

OF

ONE PLACE METROPOLITAN DISTRICT NOS. 1-3

Held: Thursday, July 28, 2022 at 11:30 a.m. Via teleconference.

Attendance

The joint organizational meeting of the Board of Directors of the One Place Metropolitan District Nos. 1-3 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Patrick Stephens
Scott Lamphear
Dawn Jewells
Julie Brooks

Also present were William P. Ankele, Jr., Esq., and George M. Rowley, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law.

Joint Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Call to Order/Declaration
of Quorum

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

Conflict of Interest
Disclosures

Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Rowley inquired into whether members of the Boards 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 Boards to act.

Approval of Agenda

Mr. Rowley presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Consider Appointment of Officers

The Boards engaged in general discussion regarding the Appointment of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Stephens as President, Director Lamphear as Secretary/Treasurer, Director Jewells as Director, and Director Brooks as Director.

Public Comment

None.

Legal Matters

Discuss Legislative Update

Mr. Rowley presented and discussed a Memorandum regarding Legislative Updates with the Boards.

Consider Adoption of Resolution Designating the Districts' 24-hour Posting Location

Mr. Rowley presented the Resolution Designating the Districts' 24-hour Posting Location to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution, subject to the posting location being designated as the northeast corner of each District.

Consider Adoption of Resolution Adopting an Electronic Signature Policy

Mr. Rowley presented the Resolution Adopting an Electronic Signature Policy to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Adoption of Joint Public Records Request Policy

Mr. Rowley presented the Joint Public Records Request Policy to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the policy.

Consider Adoption of Joint Resolution Adopting the Colorado Special District Records Retention Schedule

Mr. Rowley presented the Joint Resolution Adopting the Colorado Special District Records Retention Schedule to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Notice to Electors - § 32-1-809, C.R.S.

Mr. Rowley presented the Notice to Electors - § 32-1-809, C.R.S to the Board. Following discussion, upon a motion duly made and

seconded, the Boards unanimously approved the notice and directed legal counsel to post, per statute.

Acknowledge Recording of Special District Public Disclosure Documents as required by § 32-1-104.8, C.R.S.

Mr. Rowley presented the Special District Public Disclosure Documents as required by § 32-1-104.8, C.R.S. to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously acknowledged the disclosure documents.

Consider Adoption of Joint Resolution Concerning Authorization for Approval of Contracts and Payment of Claims

Mr. Rowley presented the Joint Resolution Concerning Authorization for Approval of Contracts and Payment of Claims to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions.

Discuss and Consider Adoption of 2022 Joint Annual Administrative Resolution

Mr. Rowley presented the 2022 Joint Annual Administrative Resolution to the Boards. The Board determined to hold regular meetings in February, June, September and November. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution, subject to confirmation of meeting dates and times, and finalization.

Discuss and Consider Adoption of Joint Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts

Mr. Rowley presented the Joint Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts and discussed it with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Approval of Resolution Regarding Electronic Posting of Meeting Notices

Mr. Rowley presented the Resolution Regarding Electronic Posting of Meeting Notices to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Insurance & Liability

Discuss Liability Issues and Insurance

Mr. Rowley discussed Liability Issues and Insurance with the Boards. All insurance matters were tabled until the 2023 budget meeting.

Consider Approval of Property and Liability Insurance Limits and Deductibles

The matter was tabled.

Consider Adoption of Resolution Approving an

The matter was tabled.

IGA with the Colorado
Special Districts Property
and Liability Pool and
Authorize Membership in
the Special District
Association

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

The matter was tabled.

Consider Authorizing
Filing of Exclusion of
Uncompensated Public
Officials

The matter was tabled.

Engagement of Consultants

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

Mr. Rowley presented the Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement letter, subject to final review.

Discuss Engagement with
Accountant for Accounting
Services

Mr. Rowley discussed the Engagement with Accountant for Accounting Services with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved legal counsel to obtain proposals, to present at the next Board meeting.

Discuss District Website

Discuss Statutory
Requirements for District
Website

Mr. Rowley discussed the Statutory Requirements for District Website with the Boards. No further action was taken.

Consider Approval of
Engagement of Heatherly
Creative, LLC for Creation
and Maintenance of
District Website
Developer Agreements

Mr. Rowley presented a proposal from Heatherly Creative, LLC for Creation and Maintenance of District Website to the Boards. The matter was deferred.

Discuss and Consider

Mr. Rowley presented the Funding and Reimbursement Agreement

Approval of Funding and Reimbursement Agreement (Operations Cost)

(Operations Cost) to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement, subject to final review from Director Stephens.

Discuss and Consider Approval of Funding Acquisition and Reimbursement Agreement

The matter was deferred until the 2023 budget meeting.

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

Mr. Rowley presented Form SS-4 Applications for Federal Employer Identification Numbers, Applications for Colorado Sales Tax Exemption Numbers, and Applications for Assignment of Public Deposit Protect Act to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the financial applications.

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

Mr. Rowley discussed the Establishment of Bank Accounts with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously agreed to defer the matter until an accountant is hired.

Conduct Public Hearings on 2022 Budgets

Director Stephens opened the public hearing on the proposed 2022 Budgets. Mr. Rowley 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 Approval of Resolution Adopting the 2022 Budget (District No. 1)

Mr. Rowley reviewed the 2022 Budget Resolution with the Board [of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 0.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Consider Approval of Resolution Adopting the 2022 Budget (District No. 2)

Mr. Rowley reviewed the 2022 Budget Resolution with the Board [of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 0.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Consider Approval of Resolution Adopting the 2022 Budget (District No. 3)

Mr. Rowley reviewed the 2022 Budget Resolution with the Board [of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 0.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Other Financial Matters

None.

Other Business

The Board noted that a District Coordination Agreement will be discussed at the 2023 budget meeting.

Adjourn

There being no further business to come before the Board, and following discussion and upon a 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.

Scott Lamphear

Secretary for the Meeting

The foregoing minutes were approved on the 3rd day of November 2022.