

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF  
DIRECTORS OF

THE GARDENS ON HAVANA METROPOLITAN DISTRICT  
NOS. 1-3

Held: Tuesday, July 16, 2019 at 9:30 a.m. at 950 S. Cherry Street  
#1120, Denver, Colorado.

**Attendance**

A special meeting of the Boards of Directors of The Gardens on Havana Metropolitan District Nos. 1-3 was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Ira Shwartz  
Michael Kaiser  
Brenda L. Soper

All director absences are deemed excused unless otherwise specified.

Also present were Ashley B. Frisbie, White Bear Ankele Tanaka & Waldron, Attorneys at Law; Gigi Pangindian CliftonLarsonAllen, LLP, District Accountant; and Faith Kirkpatrick, AmCap, Inc. (*via* phone)

**Call to Order**

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

**Combined Meetings**

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

**Conflict of Interest  
Disclosures**

Ms. Frisbie advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Frisbie reported that disclosures for those directors with 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. Ms. Frisbie noted that a quorum was present and 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

**Agenda**

Ms. Frisbie presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda.

**Approval of Minutes from the November 28, 2018 Meeting**

Ms. Frisbie presented the minutes from the November 28, 2018 meeting to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

**Public Comment**

None.

**Legal Matters**

**Consider Approval of 2018 Annual Report**

Ms. Frisbie presented the Boards with the 2018 Annual Report for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the report.

**Discuss House Bill 19-1087 Posting Requirements**

The Boards engaged in a discussion regarding House Bill 19-1087 posting requirements. Following discussion, upon a motion duly made and seconded, the Board unanimously determined to continue posting physical meeting notices and not use a District website at this time.

**Financial Matters**

**Payables/Financials**

Ms. Pangindian presented the Boards of District Nos. 1 and 3 with the Unaudited Financial Statements dated June 30, 2019 and schedules of cash position dated June 30, 2019, updated as of July 10, 2019. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 and 3 unanimously accepted the unaudited financials and schedules of cash position.

Ms. Pangindian presented the Board of District No. 1 with claims payable. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved check numbers 2063-2076 totaling \$38,529.24.

Ms. Pangindian presented the Board of District No. 3 with a Forecasted Surplus Cash Balance and Cash Receipts and Disbursements for the Debt Service Fund. No action was taken by the Boards.

**Acceptance of 2018 Audit (District No. 3)**

Ms. Pangindian presented the Board of District No. 3 with the 2018 Audit for consideration. Following discussion, upon a motion duly

made and seconded, the Board of District No. 3 unanimously accepted the Audit, subject to receipt of a clean opinion from the auditor.

**Ratification of 2018 Audit Exemption Applications (District Nos. 1 and 2)**

Ms. Pangindian presented the Boards of District Nos. 1 and 2 with the 2018 Audit Exemption Applications. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 and 2 unanimously ratified the applications.

**Other Business**

None.

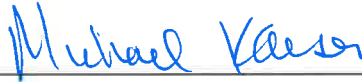
**Next Regular Meeting**

The next regular meeting is scheduled for November 20, 2019 at 9:00 a.m.

**Adjournment**

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

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



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Secretary for the Meeting