

MINUTES OF THE REGULAR MEETING OF THE BOARDS OF DIRECTORS OF

THE GARDENS ON HAVANA METROPOLITAN DISTRICT NOS. 1-3

Held: Wednesday, November 20, 2019 at 9:00 a.m. at 950 S. Cherry Street #1120, Denver, Colorado.

Attendance

A regular 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.

Kristin Bowers Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Gigi Pangindian CliftonLarsonAllen, LLP, District Accountant; and Faith Kirkpatrick, AmCap, Inc. (*via* phone)

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.

Call to Order/ Declaration of Quorum

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

Conflict of Interest Disclosures

Ms. Tompkins advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins 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. Ms. Tompkins 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.

Agenda

Ms. Tompkins 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 July 16, 2019 Meeting

Ms. Tompkins presented the minutes from the July 16, 2019 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 Adoption of 2020 Annual Administrative Resolution

Ms. Tompkins presented the Boards with the 2020 Annual Administrative Resolution for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution.

Consider Adoption of Resolution Calling May 2020 Election

Ms. Tompkins presented the Boards with the Resolution Calling May 2020 Election for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution.

Consider Renewal of Property & Liability Schedule and Limits, Workers' Compensation and SDA Membership

Ms. Tompkins reviewed the 2020 renewal documents for the Districts' Property & Liability Insurance Policy and Workers' Compensation Coverage with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved renewing the Districts' coverage and Special District Association Memberships for 2020.

Consider Approval of Renewal of Construction Management Agreement with AMCAP, Incorporated (District No. 1)

Ms. Tompkins presented the Board of District No. 1 with the Renewal of Construction Management Agreement with AMCAP, Incorporated for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved renewal of the Agreement.

Financial Matters

Payables/Financials

Ms. Pangindian presented the Board of District No. 3 with the Unaudited Financial Statements dated September 30, 2019 and schedule of cash position dated September 30, 2019, updated as of November 14, 2019. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously accepted the

unaudited financials and schedule of cash position.

Ms. Pangindian presented the Board of District No. 1 with the Unaudited Financial Statements dated July 31, 2019 and schedule of cash position dated July 31, 2019, updated as of November 19, 2019. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously accepted the unaudited financials and schedule 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 2077-2083 totaling \$30,614.90.

Conduct Public Hearing on 2019 Budget Amendment and Consider Adoption of Resolution Amending 2019 Budget (District No. 2)

Director Shwartz opened the public hearing on the 2019 Budget Amendment for District No. 2. Ms. Tompkins 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.

Ms. Pangindian reviewed the Amended 2019 Budget with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution amending the Debt Service Fund to \$136,495.00.

It was determined that Budget Amendments were not needed at this time for District Nos. 1 and 3.

Conduct Public Hearing on 2020 Budget and Consider Adoption of Resolution Approving 2020 Budget

Director Shwartz opened the public hearings on the proposed 2020 Budgets. Ms. Tompkins noted that the notice of the public hearings was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearings were closed.

Ms. Pangindian reviewed the proposed 2020 Budgets with the Boards.

Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution adopting the 2020 Budget, appropriating funds therefor and certifying 0.000 mills for collection in 2020 and instructed the District Accountant to file the certification in accordance with statute.

Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution adopting the 2020 Budget, appropriating funds therefor and certifying 25.000 mills for the Debt Service Fund and instructed the District Accountant to file the certification in accordance with statute.

Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution adopting the 2020 Budget, appropriating funds therefor and certifying 38.955 mills for the Debt Service Fund and instructed the District Accountant to file the certification in accordance with statute.

Consider Engagement of
Simmons & Wheeler, P.C. for
2019 Audit for District No. 3

Ms. Pangindian presented the Board of District No. 3 with the Engagement of Simmons & Wheeler, P.C. to perform the 2019 Audit for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement of Simmons & Wheeler, P.C. to perform the 2019 Audit for an amount not to exceed \$4,100.00.

Other Business

None.

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.

Michael Kaiser

Secretary for the Meeting

Signature: *Michael Kaiser*
Michael Kaiser (Jun 29, 2020 08:07 MDT)

Email: mkaiser@amcap.com






2020-06-17 Meeting Signature Packet (GOH)

Final Audit Report

2020-06-29

Created:	2020-06-29
By:	Maudie Johns (mjohns@wbapc.com)
Status:	Signed
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"2020-06-17 Meeting Signature Packet (GOH)" History

-  Document created by Maudie Johns (mjohns@wbapc.com)
2020-06-29 - 2:00:48 PM GMT- IP address: 50.209.233.181
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