

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF  
DIRECTORS OF

THE GARDENS ON HAVANA METROPOLITAN DISTRICT  
NOS. 1-3

Held: Wednesday, November 18, 2020 at 9:00 a.m.

*The meeting was held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the COVID-19 coronavirus.*

**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

Also present were: Kristin Bowers Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Margaret Henderson, CliftonLarsonAllen, LLP, District Accountant; and Faith Kirkpatrick, AmCap, Inc.

**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.

**Public Comment**

None.

**Consent Agenda**

Ms. Tompkins advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and/or adopted:

- June 17, 2020 Special Meeting Minutes
- 2021 Joint Annual Administrative Resolution. It was noted that the Joint Resolution read 2020 Joint Annual Administrative Resolution and staff was directed to revise to 2021
- Renewal of Property and Liability Schedule and Limits, Workers Compensation Coverage, and SDA Membership
- Renewal of Construction Management Agreement with AMCAP, Incorporated (District No. 1)

**Legal Matters**

Discuss District Website Design and Maintenance and Consider Approval of Independent Contractor Agreement from Heatherly Creative, LLC for Same

Ms. Tompkins presented the Boards with the Independent Contractor Agreement with Heatherly Creative, LLC for District Website Design and Maintenance for consideration. Following discussion, upon a motion duly made and seconded, the Boards approved the Independent Contractor Agreement.

**Financial Matters**

Payables/Financials

Ms. Henderson 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 ratified approval

of claims for the period June 10, 2020 through November 11, 2020, totaling \$32,246.58.

Ms. Henderson presented the Board of District No. 1 with the Unaudited Financial Statements dated September 30, 2020, and the Schedule of Cash Position dated September 30, 2020, updated as of October 26, 2020. 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. Henderson presented the Board of District No. 2 with the Unaudited Financial Statements dated September 30, 2020 and October 19, 2020. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously accepted the Unaudited Financials and Schedule of Cash Position.

Ms. Henderson presented the Board of District No. 3 with the Unaudited Financial Statements dated September 30, 2020, and the Schedule of Cash Position dated September 30, 2020, updated as of October 20, 2020. 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.

Conduct Public Hearing on  
2020 Budget Amendment  
and Consider Adoption of  
Resolution for the same  
(District No. 2)

Director Shwartz opened the public hearing on the 2020 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. Henderson reviewed the Amended 2020 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 \$157,709.

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

Conduct Public Hearings on 2021 Budget and Consider Adoption of Resolution Approving 2021 Budget

Director Shwartz opened the public hearings on the proposed 2021 Budgets for District Nos. 1-3. Ms. Tompkins noted that the notice of 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. Henderson reviewed the proposed 2021 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 2021 Budget, appropriating funds therefor and certifying 0.000 mills for collection in 2021 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 2021 Budget, appropriating funds therefor and certifying 0.000 mills for collection in 2021 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 2021 Budget, appropriating funds therefor and certifying 0.000 mills for the general fund, 38.792 mills in the Debt Service Fund, 0.000 mills for contractual obligations fund, and 0.000 mills in the capital projects fund, subject to receipt of the Final Assessed Valuation, and instructed the District Accountant to file the certification in accordance with statute.

Consider Approval of Engagement of Auditor for 2020 Audit (District No. 3)

Ms. Tompkins presented the Board of District No. 3 with the Engagement of Simmons & Wheeler, P.C. to perform the 2020 Audit for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of Simmons & Wheeler, P.C. to perform the 2020 Audit.

**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*

Michael Kaiser (Jun 29, 2021 12:26 MDT)

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Secretary for the Meeting