

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF  
DIRECTORS OF

THE GARDENS ON HAVANA METROPOLITAN DISTRICT  
NOS. 1-3

Held: Monday, June 28, 2021 at 9:00 a.m.

*The meeting was held via teleconference due to the 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

Also present were: Kristin B. Tompkins, Esq. and Audrey G. Johnson, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District Attorneys; 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 as presented.

**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:

- November 18, 2020 Special Meeting Minutes
- Resolution Extending Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings
- 2020 Annual Report

**Legal Matters**

Discuss Status of District Website Design and Maintenance

Ms. Tompkins presented the Boards with an update on the District Website Design and Maintenance. No action was taken by the Boards.

**Financial Matters**

Payables/Financials

Ms. Henderson presented the Board of District No. 1 with the 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 November 12, 2020 through June 11, 2021, totaling \$77,762.27.

Ms. Henderson presented the Board of District No. 1 with the Unaudited Financial Statements dated March 31, 2021, and the Schedule of Cash Position dated March 31, 2021, updated as of June 7, 2021. 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 March 31, 2021 and Schedule of Cash Position, dated March 31, 2021, updated April 19, 2021. 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 March 31, 2021, and the Schedule of Cash Position dated March 31, 2021, updated as of June 8, 2021. 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.

Ratify Application from Exemption from Audit for 2020 (District Nos. 1-2)

Ms. Henderson reviewed with the Boards of District Nos. 1-2 the Applications from Exemption from Audit for 2020. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-2 unanimously ratified the applications.

Consider Acceptance of 2020 Audit (District No. 3)

Ms. Henderson presented the Board of District No. 3 with the 2020 Audit for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the 2020 Audit, subject to receipt of clean opinion from the Auditor.

**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 (Dec 3, 2021 10:58 MST)

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Secretary for the Meeting