

MINUTES OF THE JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS OF

THE GARDENS ON HAVANA METROPOLITAN
DISTRICTS NOS. 1-3

Held: Wednesday, June 21, 2023, at 9:00 a.m.

This meeting was held via teleconference.

Attendance

A combined 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 laws of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Ira Shwartz
Jack Krowl

Also present were: Audrey G. Johnson, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, General Counsel; Margaret Henderson, CliftonLarsonAllen, LLC, District Accountant; and Mario Christianson, AmCap, Inc.

**Call to Order/Declaration of
Quorum/Director
Qualifications**

It was noted that a quorum of each of the Boards was present that all had confirmed their qualification to serve, and the meeting for the Districts was called to order.

**Conflict of Interest
Disclosures**

Ms. Johnson advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Johnson 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. Johnson 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Appointment of Officers

The Boards engaged in discussion regarding the appointment of officers. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the appointment of Director Shwartz as President, and Director Krowl as Secretary/Treasurer.

Approval of Agenda

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

Public Comment

None.

Consent Agenda

The Boards reviewed the items on the consent agenda. No items were requested to be removed from the consent agenda. Upon a motion duly made, the following items on the consent agenda were unanimously approved, ratified, and/or adopted:

- November 16, 2022 Regular Meeting Minutes;
- Joint Resolution Designating Meeting Notice Posting Location; and
- Audit Exemptions (District Nos. 1-2)

Financial Matters

Consider Approval of Payables/Financials

Ms. Henderson presented the claims through June 13, 2023, in the total amount of \$86,716.11 to the Board of District No. 1. Following discussion, upon motion duly made and seconded, the Board of District No. 1 ratified the claims.

Ms. Henderson presented the Boards with the unaudited financial statements dated March 31, 2023, and the Schedules of Cash Position, dated March 31, 2023 updated as of June 10, 2023. Following discussion, upon a motion duly made, the Boards unanimously accepted the unaudited financial statements and Schedules of Cash Position.

Consider Acceptance of 2022 Audit

Ms. Henderson presented the 2022 Audit to the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously accepted the audit subject to receipt of clean opinion from the auditor.

Other Business Matters

None.

Adjournment

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

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


Jack Kroll (Nov 16, 2023 14:12 MST)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 15th day of November, 2023.