

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

LANDIS CREEK METROPOLITAN DISTRICT NO. 2

Held: Wednesday, September 09, 2020, at 2:00 P.M. at 1001 Grand Avenue, Suite 003, Glenwood Springs, Colorado 81602

Attendance

The special meeting of the Board of Directors of the Landis Creek Metropolitan District No. 2 was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

Michael Gamba

Also present was: Dianne Miller, Miller & Associates Law Offices, LLC; and Doreen Herriott.

Call to Order

Ms. Miller noted that a quorum of the Board was present and the Directors confirmed their qualification to serve.

Disclosure Matters

Ms. Miller advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

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Director Gamba disclosed his interests as an owner of property within the District. He further disclosed his role as president of Gamba & Associates, Inc., a civil engineering and land surveying firm, which is under contract with Spring Valley Holding, LLC, the majority owner of the property within the boundaries of the District, to provide professional services related to the permitting of development applications for the property. These disclosures are associated with items on the agenda that may affect his interests.

Written disclosures of the interests of all of the directors were filed with the Secretary of State prior to the meeting.

Consider Change of Meeting Location

The Board discussed changing the meeting location. Upon motion by Director Gamba, the Board unanimously approved moving the meeting location to 1001 Grand Avenue, Suite 003, Glenwood Springs, Colorado 81602.

Approval of Minutes – September 17, 2019

The minutes for the September 17, 2019 meeting were reviewed by the Board. Upon motion by Director Gamba, the Board unanimously approved the minutes as presented.

Appointment of New Director to the Board

The Board considered the appointment of Ms. Doreen Herriott to the Board. Upon a motion by Director Gamba, the Board unanimously approved the appointment of Ms. Herriott to the Board. Director Gamba administered the oath of office to Ms. Herriott.

Ms. Miller advised Ms. Herriott that they were allowed to participate in Board discussions, but were not permitted to vote during this September 9, 2020 Board meeting because conflicts of interest had not been filed for him 72 hours prior to the meeting time.

Upon a motion by Gamba, the Board unanimously approved the election of Ms. Herriott as Secretary/Treasurer of the Board.

Public Hearing to Consider 2021 Budget

Ms. Miller presented a proposed budget for 2021. Ms. Miller noted that notice of the public hearing for the budget was posted in three locations within the boundaries of the District and otherwise published in accordance with Colorado law. Upon motion of Director Gamba, Director Gamba opened the public hearing. No one providing any comments to the budget, upon motion by Director Gamba, Director Gamba closed the hearing.

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Approval of 2021 Budget	Ms. Miller advised the Board of the details of the 2021 budget. Upon review and discussion and upon the motion of Director Gamba, the Board unanimously approved the proposed budget for 2021, subject to receipt of the final assessed value of the District by the County Assessor, and appropriated the funds therefore. Pursuant to Colorado law, a mill levy of 35.000 mills will be certified for collection in 2021. The Board also authorized the execution of its budget resolution containing details of the Board action.
Approval of 2020 Annual Administrative Resolution	The directors discussed various administrative matters to be determined by the Board on an annual basis in order to comply with Colorado law. Ms. Miller presented the Board with a resolution designating officers for the District and establishing director compensation, regular meeting dates, notice provisions and other administrative matters. Upon motion of Director Gamba, the Board unanimously approved the annual administrative resolution.
Consider Resolution Waiving Workers' Compensation Insurance for 2021	Ms. Miller presented to the Board the Resolution Waiving Workers' Compensation Insurance for 2021. Upon motion by Director Gamba, the Board unanimously approved the resolution.
Consider 2020 Audit Exemption Resolution	Ms. Miller explained the statutory requirements for filing an audit and requesting an audit exemption and noted that because the District's revenues and expenditures did not exceed \$100,000 in 2020, it may be able to request an exemption from the State Auditor. Upon review and consideration, Director Gamba moved that the resolution be approved; the Board unanimously approved the 2020 audit exemption resolution.
Discussion and Update Regarding Status of Development	The Board had a brief discussion regarding the current status of the development located within the boundaries of the District.
Other Business	There was no other business at this time.

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Adjournment

There being no further business to come before the Board, upon motion and second, the Board unanimously adjourned the meeting. The next regular meeting of the Board is scheduled for Thursday, June 03, 2021 at 12:00 P.M.

DocuSigned by:

Doreen Herriott

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Secretary for the District