

RECORD OF PROCEEDINGS

**MINUTES OF
A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
RED BARN METROPOLITAN DISTRICT
HELD
DECEMBER 7, 2023**

A regular meeting of the Board of Directors (the “Board”) of the Red Barn Metropolitan District (the “District”) was convened on Thursday, the 7th day of December, 2023, at 10:00 a.m. This meeting was held via Zoom videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cynthia Myers
Taylor Lilly
Nash Verano
Eric Barney

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the absence of Director Skyler Hager was excused.

Also In Attendance Were:

Ann Finn; Public Alliance LLC

Elisabeth Cortese, Esq.; McGeady Becher P.C.

Diane Wheeler and Daisey Garcia; Simmons & Wheeler, P.C.

Brenda Ownings; Century Communities

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Ms. Finn noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Cortese noted that all Directors’ Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the agenda, as amended.

Location of Meeting and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. The Board determined that the meeting would be held by video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and format of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

Public Comment: There were no public comments.

Minutes: The Board reviewed the minutes of the October 9, 2023 Special Meeting Minutes.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the minutes of the October 9, 2023 Special Meeting Minutes were approved.

Meeting Resolution: Attorney Cortese presented for the Board's review and consideration a Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board discussed 2024 meeting dates, and scheduled regular meeting dates the 1st Thursday in April, June, and November at 10:00 a.m. via zoom. The Town Hall meeting is scheduled for 9:45 a.m. prior to the November 7, 2024, regular meeting, via zoom.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved Resolution No. 2023-12-01 Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting 24-Hour Notices.

District Transparency Notice: Attorney Cortese discussed the Transparency Notice required under statute.

RECORD OF PROCEEDINGS

Following discussion, the Board directed the notice be posted on the District website, the Special District's Association ("SDA") website, and filed with the required agencies.

Insurance Matters:

Cyber Security and Increased Crime Coverage: The Board entered into discussion regarding cyber security and increased crime coverage.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the cyber security and increased crime coverage to \$250,000, for an additional premium of \$800 a year.

Insurance Committee: The Board entered into discussion regarding establishing an Insurance Committee to make final determinations regarding insurance. Following discussion, the Board determined an Insurance Committee is not necessary.

Renewal of the District's Insurance SDA Membership for 2024: The Board entered into discussion regarding the renewal of the District's insurance and SDA membership for 2024.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board authorized the renewal of the District's insurance and SDA membership for 2024.

FINANCIAL MATTERS

Claims: Ms. Wheeler presented for the Board's review and consideration the payment of claims for the period ending December 2, 2023.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board ratified approval of the payment of claims, in the amount of \$27,652.44.

Unaudited Financial Statements: Ms. Wheeler presented for the Board's review the unaudited financial statements for the period ending September 30, 2023.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the unaudited financial statements were accepted as presented.

RECORD OF PROCEEDINGS

General Obligation Limited Tax Bonds, Series 2023: Attorney Cortese noted the closing on the \$7,000,000 General Obligation Limited Tax Bonds, Series 2023 occurred on November 30, 2023.

Public Hearing on Amendment to 2023 Budget: Director Myers opened the public hearing to consider the proposed 2023 Budget Amendment and to discuss related issues.

Ms. Finn noted that Notice stating that the Board would consider amending the 2023 budget and the date, time, and place of the public hearing was published pursuant to the statute. No written objections were received prior to the public hearing.

There were no comments from the public in attendance and the public hearing was closed.

Ms. Wheeler presented for the Board's review and consideration the estimated 2023 expenditures to amend the 2023 Budget.

Upon motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved the amendment to the 2023 budget and adopted Resolution No. 2023-12-02 to Amend the 2023 Budget.

Public Hearing on 2024 Budget: Director Myers opened the public hearing to consider the proposed 2024 Budget and to discuss related issues.

Ms. Finn noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time, and place of the public hearing was published pursuant to the statute. No written objections were received prior to the public hearing.

There were no comments from the public in attendance and the public hearing was closed.

Ms. Wheeler presented for the Board's review and consideration the estimated 2023 expenditures and the proposed 2024 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2023-12-03 to Adopt the 2024 Budget and Appropriate Sums of Money, and Resolution No. 2023-12-04 to Set Mill Levies (with 10.000 mills in the General Fund, 50.000 mills in the Debt Service Fund and 3.000 mills for contractual obligations, for a total mill levy of 63.000 mills), subject to Legislative changes and final assessed valuation from the County Assessor. Upon a motion duly made by Director Myers,

RECORD OF PROCEEDINGS

seconded by Director Barney and, upon vote, unanimously carried, the Board adopted the Resolutions and authorized the execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Weld County not later than January 10, 2024. Ms. Finn was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2024.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2025 Budget: The Board discussed preparation of the 2025 Budget.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the 2025 Budget.

2023 Audit: The Board discussed the engagement of an auditor to perform the 2023 Audit.

Following discussion, the Board authorized Ms. Wheeler to obtain proposals for 2023 Audit Services, for an amount not to exceed \$6,000 and authorized Director Myers to approve and execute the Auditor Engagement Letter.

LEGAL MATTERS

Change Order No. 1 to Service Agreement for District Management Services between the District and Public Alliance LLC: Ms. Finn reviewed with the Board Change Order No. 1 to the Service Agreement for District Management Services between the District and Public Alliance LLC.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved Change Order No. 1 to the Service Agreement for District Management Services between the District and Public Alliance LLC, for an amount not to exceed the budgeted amount for 2024. The Board also requested that Public Alliance LLC notify the Board if management services costs are projected to exceed the budgeted amount.

RECORD OF PROCEEDINGS

Resolution of Red Barn Metropolitan District Amending Policy on Colorado Open Records Act Requests: Attorney Cortese reviewed with the Board the Resolution of Red Barn Metropolitan District Amending Policy on Colorado Open Records Act Requests.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board adopted Resolution No. 2023-12-05 of Red Barn Metropolitan District Amending Policy on Colorado Open Records Act Requests.

First Amendment to Operation Funding Agreement by and between the District and Century Land Holdings, LLC: Attorney Cortese reviewed with the Board the First Amendment to Operation Funding Agreement by and between the District and Century Land Holdings, LLC.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved the First Amendment to Operation Funding Agreement by and between the District and Century Land Holdings, LLC.

Conveyance of Tracts: Director Myers noted she is working on re-plating certain lots to provide 15-foot access tracts for the District.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved the conveyance of tracts to the District and authorized District Counsel to prepare necessary documents for conveyance and authorized Director Myers to sign the documents, including the Plat.

OPERATIONS

Maintenance Contracts for Landscaping and Snow Removal: The Board noted the landscape maintenance and snow removal services are not needed at this time.

Service Agreement with Waste Connections of Colorado, Inc. for Trash and Recycling Curbside Service: The Board reviewed the Service Agreement with Waste Connections of Colorado, Inc. for Trash and Recycling Curbside Service.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the Service Agreement with Waste Connections of Colorado, Inc. for Trash and Recycling Curbside Service.

RECORD OF PROCEEDINGS

Temporary Construction License Agreement between the District and Century Land Holdings, LLC regarding Tract A and Outlots Q, R, S and T:

The Board discussed entering into a Temporary Construction License Agreement with Century Land Holdings, LLC for Tract A and Outlots Q, R, S and T.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved a Temporary Construction License Agreement between the District and Century Land Holdings, LLC for Tract A and Outlots Q, R, S and T.

Collection of Operations Fees: Ms. Finn noted that AmCOBi is set up for collecting Operations Fees. No action was needed by the Board.

COVENANT CONTROL

Resolution Adopting Design and Landscape Guidelines: Ms. Finn noted for the Board that staff has reviewed and commented on the Design and Landscape Guidelines.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-12-06 Adopting Design and Landscape Guidelines, subject to final review by Director Myers and Ms. Ownings.

Resolution Acknowledging and Adopting the Declaration of Covenants and Restrictions: The Board reviewed a Resolution Acknowledging and Adopting the Declaration of Covenants and Restrictions.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-12-07 Acknowledging and Adopting the Declaration of Covenants and Restrictions, subject to final review by Director Myers.

Resolution Adopting Policies and Procedures Governing the Enforcement of the Protective Covenants: The Board reviewed a Resolution Adopting Policies and Procedures Governing the Enforcement of the Protective Covenants.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-12-08 Adopting Policies and Procedures Governing the Enforcement of the Protective Covenants, subject to final review by Director Myers.

RECORD OF PROCEEDINGS


OTHER BUSINESS

Status of Development: Director Myers discussed the status of development within the District.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By 
 4410247F825D413...
 Secretary for the Meeting