RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RRC METROPOLITAN DISTRICT NO. 2

Held: Friday, December 6, 2019, at 9:00 a.m., at
Ventana Capital
9801 E. Easter Ave.
Centennial, CO 80112

Attendance	A Special Meeting of the Board of Directors of the RRC Metropolitan District No. 2, County of Jefferson, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting: Andrew Trietley, President Thomas Clark, Secretary Bryan Horan, Assistant Secretary <u>Also present were:</u> Paula J. Williams, Esq.; McGeady Becher P.C. John Simmons; Simmons & Wheeler, P.C.
Disclosure of Potential Conflicts of Interest	The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to 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 statute. It was noted by Attorney Williams that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Quorum/Confirmation of Meeting Location/Posting of Notices	Attorney Williams confirmed the presence of a quorum. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board determined to conduct the meeting at the above-stated date, time and location, which is more than 20 miles from the boundaries of the District. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received. Attorney Williams reported that notices were posted in three locations within the District boundaries, and that a notice was provided to the Jefferson County Clerk and Recorder's office for posting at least 72 hours prior to the meeting, in accordance with statute.
Approval of Agenda	The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board approved the Agenda, as presented.
Minutes of November 15, 2018 Special Meeting	The Board reviewed the Minutes of the November 15, 2018 Special Meeting. Following review and discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board approved the Minutes, as presented.
Legislation Regarding Posting Meeting Notices and Establishment of a Website	Attorney Williams discussed with the Board new legislation regarding the posting of meeting notices and the potential establishment of a District website through the State of Colorado. The Board deferred action.
2020 Meeting Schedule / Meeting/Posting Resolution	The Board discussed the regular meeting schedule for 2020. Following discussion, the Board scheduled a regular meeting for the 1st Friday in December, at 9:00 a.m., at the offices of Ventana Capital, 9801 E. Easter Ave., Centennial, CO 80112. Following further discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board adopted Resolution

	No. 2019-12-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.
Eligible Governmental Entity Agreement with Statewide Internet Portal Authority	Attorney Williams reviewed with the Board the proposed Eligible Governmental Entity Agreement between the Statewide Internet Portal Authority of the State of Colorado and RRC Metropolitan District No. 2 (the "SIPA Agreement"). The Board deferred any action on the SIPA Agreement.
Insurance Renewal / SDA Membership	Attorney Williams informed the Board that the renewal of the District's existing liability, crime, and workers' compensation insurance coverage for 2020 is in process. She noted that the renewal of the District's membership in the Special District Association will be done in early 2020. Following discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board authorized the renewal of the District's insurance coverage and the renewal of the District's membership in the Special District Association.
Claims	It was noted that there were no claims presented for the District, as all claims are currently paid through RRC Metropolitan District No. 1.
Unaudited Financial Statements	Mr. Simmons reviewed with the Board the unaudited financial statements for the period ending June 30, 2019. Following review and discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending June 30, 2019, as presented.
2018 Application for Exemption from Audit	Following review and discussion, upon motion duly made by Director Horan, seconded by Director Clark, and upon vote unanimously carried, the Board ratified the approval, execution and filing of the Application for Exemption from Audit for 2018.
2019 Budget Amendment	Director Trietley opened the public hearing to consider an amendment to the 2019 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider amendment of the 2019 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

It was noted that no amendment to the 2019 Budget was needed.

2020 Budget

Director Trietley opened the public hearing to consider the proposed 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Simmons reviewed with the Board the estimated 2019 expenditures and the proposed 2020 expenditures.

It was noted that the District would impose a mill levy of 42.000 mills in the General Fund.

Director Horan then moved (seconded by Director Trietley) to adopt the 2020 Budget, with revisions discussed at the meeting, and the Board considered adoption of Resolution No. 2019-12-02 to Adopt the 2020 Budget and Appropriate Sums of Money, and Resolution No. 2019-12-03 to Set Mill Levies. Following discussion, and upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. District Counsel was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Jefferson County not later than December 15, 2019. District Counsel was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2020.

DLG-70 Certification of Tax Levies	Following discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.
2021 Budget	Following discussion, upon motion duly made by Director Horan, seconded by Director Clark, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2021 Budget.
Preparation of 2019 Audit Exemption	Following review and discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the Application for Exemption from Audit for 2019.
Section 32-1-809, C.R.S. Requirements (Transparency Notice)	Attorney Williams discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed District Counsel to post the special district transparency notice on the Special District Association website.
May 5, 2020 Regular Election for Directors ("Election")	The Board discussed the Election. Following review and discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board appointed Dawn Fredette of McGeady Becher P.C. as Designated Election Official, and adopted Resolution No. 2019-12-04, Resolution Calling a Regular Election for Directors on May 5, 2020.
McGeady Becher P.C. Document Retention Policy	Attorney Williams presented to the Board the update to the McGeady Becher P.C. Document Retention Policy. The Board approved the update and directed a copy of the approved, updated McGeady Becher P.C. Document Retention Policy be attached to the minutes of this meeting. Accordingly, a copy of the updated McGeady Becher P.C. Document Retention Policy is attached hereto and incorporated herein by this reference.

Resolution of Non-Consent to Overlap of Foothills Park & Recreation District	Following review and discussion, upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the Board ratified the adoption of Resolution No. 2019-09-01, RRC Metropolitan District No. 2 – Resolution Regarding Park and Recreation Powers, by which the District does NOT consent to any overlap of such powers by Foothills Park & Recreation District, since the RRC Metropolitan District No. 2 can provide any required park and recreation services.
Non-Material Modification to Service Plan	The Board reviewed the proposed Non-Material Modification to the District's Service Plan. Following review and discussion, upon motion duly made by Director Horan, seconded by Director Clark, and upon vote unanimously carried, the Board approved the form of the Non-Material Modification, and authorized the District President to determine the appropriate timing of submittal of the Non-Material Modification to the required entities.
Status of Development	It was noted that recording of the plat is anticipated for December 19, 2019 or December 20, 2019, after which time the residential property will be sold to Lennar Colorado, LLC for development.
Other Business	The Board discussed the current vacancies on the Board of Directors. Following discussion, the Board directed legal counsel to submit a Notice of Vacancies for publication for both RRC Metropolitan District Nos. 1 and 2. It was further noted that, in connection with a sale of property to Lennar Colorado, LLC, an intergovernmental agreement among RRC Metropolitan District Nos. 1, 2 and 3 will be needed to apportion debt authority under the Service Plans to each district.
Adjournment	Upon motion duly made by Director Horan, seconded by Director Trietley, and upon vote unanimously carried, the meeting was adjourned.
	The foregoing Minutes were approved by the Board of Directors on December 7, 2020.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Jennifer Thornbloom

Secretary

McGeady Becher P.C. Document Retention Policy

Types of Documents

In representing you we will or may take possession of, create, and/or keep various types of documents. These consist of documents you provide to us, documents which constitute the District's official public record, and internal documents we create to assist us in providing services to you.

Documents You Provide to Us

It is our policy to copy and return original documents you provide to us as soon as practicable. Exceptions to this policy are original documents which should be kept as part of the District's official public record, instances where we must have an original document to represent you, or cases where we have affirmatively agreed retain a document for safekeeping.

The District's Record

As a part our engagement, we will maintain the District's official public Record (the "**Record**"). The Record is a highly useful and detailed compilation of documents reflecting the official actions of the District and serves multiple functions. First, it collects those documents which the public is entitled to inspect and copy under various state and federal public records and freedom of information statutes. Second, it organizes the records of the District – such as its contracts, land and title records, and easements - in a manner which is useful in conducting the ongoing business of the District. Third, the Record helps expedite the District's annual audit process. Fourth, in the event you should change legal counsel or employ in-house counsel, the Record will enable that counsel to understand the status and assume representation of the District with maximum efficiency.

The Record includes the District's organizational documents, fully executed agreements which are still in effect, rules, regulations, resolutions adopted by the District, official minutes books, meeting notices, agendas, insurance policies, District maps, election records, bond documents, audit documents, and many more. A comprehensive list of documents comprising the Record is available from us at any time upon request.

Creating and maintaining the Record is an important and complex task, and you agree to pay our actual costs and hourly fees associated with doing this.

Supplemental Documents

All other documents created in course of representing you are referred to as Supplemental Documents. These include our notes, drafts, memoranda, worksheets, electronic communications, and other electronic documents stored in various media or file servers.

Documents We Retain

Except as provided in this Document Retention Policy or an amendment thereto, we will keep the Record and any original documents accepted by us for safekeeping so long as we represent you.

Delivery of the Record

Once a matter is concluded or our has representation terminated, we deliver the original, printed Record, together with any original documents we have accepted for safekeeping, to you or the District's designee, provided our fees and costs have been paid in full. If you do not designate someone to receive these records, we will deliver them to a then-current officer or director of the District. If we are unable to deliver these documents because of your failure to designate a recipient, we may retain, destroy, or otherwise dispose of them in manner which assures their continued confidentiality within thirty (30) days following the conclusion of a matter or the termination of our representation.

We will also confidentially destroy the Record of any District in our possession if a final order of dissolution of the District is entered.

All other documents, including all Supplemental Documents, are routinely, periodically, confidentially, and permanently purged by us once they are no longer useful to us in providing services to you.