

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE HORSE CREEK METROPOLITAN DISTRICT HELD MAY 14, 2020

A special meeting of the Board of Directors (the “Board”) of the Horse Creek Metropolitan District (the “District”) was convened on Thursday, the 14th day of May, 2020, at 6:00 P.M. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call. The meeting was open to the public via conference call.

#### ATTENDANCE

##### Directors In Attendance Were:

Young-Sun Yun  
Karen Scott  
Allison Provence  
Richard Wild

##### Also In Attendance Were:

Judy Leyshon and Jim Ruthven; Special District Management Services, Inc. (“SDMS”)

MaryAnn M. McGeady, Esq.; McGeady Becher P.C.

Dawn Schilling; Schilling & Company, Inc.

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or breaches of fiduciary duty to the Board of Directors and the Secretary of State. Attorney McGeady noted that a quorum was present and requested that members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted that Disclosure Statements had been filed for Directors Scott and Wild.

#### ADMINISTRATIVE MATTERS

**Agenda:** The Board reviewed the proposed Agenda for the District’s special meeting.

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Following discussion, upon motion duly made by Director Yun, seconded by Director Wild and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Confirmation of Meeting Location/Posting of Notice:** The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Yun, seconded by Director Wild and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, the Board determined to conduct this meeting via telephone conference, without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice providing the conference bridge information was duly posted and that they had not received objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the District's boundaries.

**Minutes:** The Board reviewed the Minutes of the October 23, 2019 special meeting.

Following discussion, upon motion duly made by Director Wild, seconded by Director Yun and, upon vote, unanimously carried, the Minutes of the October 23, 2019 special meeting were approved, as presented.

**Resignation of Director:** The Board acknowledged the resignation of Director Clifton Brown from the Board of Directors, effective February 4, 2020.

**Results of May 5, 2020 Regular Election:** Attorney McGeady discussed with the Board the results of the May 5, 2020 Regular Election for Directors ("Election"). It was noted the election had been cancelled, as allowed under the statute, as there were not more candidates than seats available. Directors Yun, Scott, and Provence were deemed elected to three-year terms ending in 2023.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Provence, seconded by Director Wild and, upon vote, unanimously carried, the following officers were appointed:

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President	Young-Sun Yun
Treasurer	Karen Scott
Secretary	Judy Leyshon
Assistant Secretary	Allison Provence
Assistant Secretary	Richard Wild

The Board discussed the possibility of future agreements with the Horse Creek Homeowners Association, Inc. (“HOA”), noting the possibility of a future agreement with the HOA was extremely remote. The Board approved the adoption of a policy requiring that any officer of the District Board that is also serving on the Board of the HOA at the time of consideration of a contract with the HOA, or the implementation of a contract with the HOA, should, during the pendency of the consideration of implementation of the contract, not serve in the officer position on the District Board, and if the contract is not approved, or after it has been fully implemented, such Director would be automatically reinstated to the officer position on the District Board to which that Director was appointed.

**Eligible Governmental Entity Agreement (“EGE”) between the Statewide Internet Portal Authority of the State of Colorado (“SIPA”) and the Horse Creek Metropolitan District:** The Board deferred discussion until the next Board Meeting. It was noted that Director Provence would investigate alternate website options for presentation to the Board in October.

**Public Comment:** There was no public comment.

### **FINANCIAL STATEMENTS**

**Claims:** The Board considered ratifying the payment of claims for the periods ending as follows:

	Period ending Nov. 13, 2019	Period ending Dec. 18, 2019	Period ending Jan. 16, 2020
General Fund	\$ 5,214.04	\$ 6,547.60	\$ 1,110.31
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 5,214.04</b>	<b>\$ 6,547.60</b>	<b>\$ 1,110.31</b>

	Period ending Feb. 11, 2020	Period ending Mar. 19, 2020	Period ending Apr. 14, 2020
General Fund	\$ 1,658.88	\$ 1,020.85	\$ 1,369.15
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 1,658.88</b>	<b>\$ 1,020.85</b>	<b>\$ 1,369.15</b>

Following discussion, upon motion duly made by Director Scott, seconded by Director Wild and, upon vote, unanimously carried, the payment of claims were ratified, as presented.

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**Claims:** The Board then considered approval of the payment of claims for the period May 6, 2020, as follows:

General Fund	\$	7,032.83
Debt Service Fund		<u>-0-</u>
<b>Total Claims:</b>	<b>\$</b>	<b><u>7,032.83</u></b>

Following review and discussion, upon motion duly made by Director Scott, seconded by Director Wild and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending May 6, 2020.

**Unaudited Financial Statements:** Mr. Ruthven reviewed with the Board the unaudited financial statements for the period ending March 31, 2020, and the cash position statement dated March 31, 2020.

Following discussion, upon motion duly made by Director Scott, and seconded by Director Wild and, upon vote, unanimously carried, the unaudited financial statements for the period ending March 31, 2020, and the cash position statement dated March 31, 2020, were accepted.

**2019 Audit:** The Board discussed the 2019 Audit and the Representations Letter.

Following discussion, upon motion duly made by Director Wild seconded by Director Provence and, upon vote, unanimously carried, the Board approved the 2019 Audit and execution of the Representation Letter.

**2021 Budget Preparation:** The Board discussed the preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Wild, seconded by Director Scott and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 Budget to be considered at a public hearing to be held on October 29, 2020 at 6:00 p.m. at the District's regular meeting place or to be held virtually with notice of public access to the virtual meeting to be provided in the posted notice of the meeting.

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### **LEGAL MATTERS**

There were no legal matters for discussion at this time.

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### **OTHER BUSINESS**

**Annual 2020 SDA Conference:** The Board discussed the Annual SDA Conference in Keystone on September 23, 24, and 25, 2020.

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Following discussion, upon motion duly made by Director Provence, seconded by Director Wild and, upon vote, unanimously carried, the Board authorized the payment for any Board Member and their spouses to attend the conference and to be reimbursed for their lodging and meal expenses.

### ADJOURNMENT

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

Respectfully submitted,

By:   
Secretary for the Meeting