

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE HORSE CREEK METROPOLITAN DISTRICT HELD OCTOBER 29, 2020

A special meeting of the Board of Directors (the "Board") of the Horse Creek Metropolitan District (the "District") was convened on Thursday, the 29th day of October, 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:

Allison Provence
Richard Wild

Following discussion, upon motion duly made by Director Provence, seconded by Director Wild and, upon vote, unanimously carried, the absence of Director Young-Sun Yun was excused.

Also In Attendance Were:

Jim Ruthven; Special District Management Services, Inc. ("SDMS")

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

Mike Sullivan; D. A. Davidson & Co.

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. No new conflicts were disclosed.

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 Wild, seconded by Director Provence and, upon vote, unanimously carried, the Agenda was approved, as presented.

Approval of Meeting Location: 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 special meeting. It was noted that due to concerns regarding the spread of the COVID-19 and the benefits to the control of the spread of the virus by limiting in-person contact, the District meeting was held and properly noticed to be held via conference call, without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice providing the conference call information was duly posted and that they have not received any objections or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

Resignation of Director: The Board acknowledged the resignation of Karen Scott from the Board of Directors, effective October 13, 2020. The Board directed SDMS to coordinate with the HOA to provide notice of the vacancies on the Board via the HOA newsletter.

Minutes: The Board reviewed the Minutes of the May 14, 2020 special meeting.

Following discussion, upon motion duly made by Director Provence, seconded by Director Wild and, upon vote, unanimously carried, the Minutes of the May 14, 2020 special meeting were approved, as presented.

Resolution No. 2020-10-01; Resolution Establishing Regular 2021 Meeting Dates, Time and Location, and Designating Locations for Posting of 24-Hour Notices: The Board discussed business to be conducted in 2021.

Following discussion, upon motion duly made by Director Provence, seconded by Director Wild and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-10-01; Resolution Establishing Regular 2021 Meeting Dates, Time and Location, and Designating Locations for Posting of 24-hour notices. The Board determined to hold regular meetings on May 25 and October 12, 2021 at 6:00 p.m. at the Parker Arts Cultural and Events Center, Conference Room, 20000 Pikes Peak Ave., Parker, Colorado. It was noted that the District continues to provide meeting information to the HOA for inclusion in the HOA newsletter and the Annual Meeting Notice is mailed to each household in the District, in compliance with the requirements of the District's Service Plan.

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Eligible Governmental Entity Agreement (“EGE”) by and between the District and the Statewide Internet Portal Authority of the State of Colorado (“SIPA”): The Board discussed the EGE by and between the District and SIPA.

Following discussion, upon motion duly made by Director Provence, seconded by Director Wild and, upon vote unanimously carried, the Board approved the EGE by and between the District and SIPA. The Board requested staff to link the District website, when established, to the HOA website, if possible.

Section 32-1-809, C.R.S. (Transparency Notice) Reporting Requirements, Mode of Eligible Elector Notification: The Board discussed Section 32-1-809, C.R.S. (Transparency Notice) reporting requirements and mode of eligible elector notification for 2021.

Following discussion, the Board directed SDMS to post the required Transparency Notice information on the Special District Association’s Website and see that it is included with the HOA Newsletter.

Public Comment: There were no public in attendance of the meeting.

McGeady Becher P. C. Record Retention Policy: Attorney McGeady presented an update on the McGeady Becher P. C. Record Retention Policy.

The Board approved the update and directed a copy of the approved the McGeady Becher P.C. Records Retention Policy be attached to the Minutes for this meeting.

FINANCIAL STATEMENTS

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

	Period ending June 17, 2020	Period ending July 15, 2020	Period ending Aug. 10, 2020
General Fund	\$ 8,155.53	\$ 1,587.79	\$ 1,286.65
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-
Capital Fund	\$	\$	\$
Total	\$ 8,155.53	\$ 1,587.79	\$ 1,286.65

	Period ending Sept. 11, 2020	Period ending Oct. 13, 2020
General Fund	\$ 2,767.45	\$ 2,292.35
Debt Service Fund	\$ -0-	\$ 300.00
Capital Fund	\$	\$
Total	\$ 2,767.45	\$ 2,592.35

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

Unaudited Financial Statements: Mr. Ruthven reviewed with the Board the unaudited financial statements for the period ending September 30, 2020, and the cash position statement dated September 30, 2020.

Following discussion, upon motion duly made by Director Wild, and seconded by Director Provence and, upon vote, unanimously carried, the unaudited financial statements for the period ending September 30, 2020, and the cash position statement dated September 30, 2020, were accepted.

2020 Audit: The Board discussed the engagement of Schilling & Company, Inc. to prepare the 2020 Audit for an amount not to exceed \$4,600.00.

Following discussion, upon motion duly made by Director Provence seconded by Director Wild and, upon vote, unanimously carried, the Board approved the engagement of Schilling & Company, Inc. to prepare the 2020 Audit for an amount not to exceed \$4,600.00.

2020 Budget Amendment Hearing: The President opened the Public Hearing to consider the Resolution to Amend the 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 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 this Public Hearing. No public comments were received and the public hearing was closed.

Following discussion, the Board determined that the 2020 Budget Amendment was not necessary.

2021 Budget Hearing: The President opened the Public Hearing to consider the proposed 2021 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2021 Budget and the date, time and location of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing. No public comments were received and the Public Hearing was closed.

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Mr. Ruthven reviewed the estimated 2020 expenditures and the proposed 2021 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2020-10-02; Resolution to Adopt the 2021 Budget and Appropriate Sums of Money, and Resolution No. 2020-10-03; Resolution to Set Mill Levies (for the General Fund at 6.407 mills, the Debt Service Fund at 18.593 mills, for a total mill levy of 25.000 mills). Upon motion duly made by Director Wild, seconded by Director Provence and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from Douglas County on or before December 10, 2020. SDMS was authorized to transmit the Certification of Mill Levies to Douglas County, not later than December 15, 2020. SDMS was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 31, 2021. Copies of the Resolutions are attached hereto and incorporated herein by this reference.

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 Douglas County and other interested parties.

Following discussion, upon motion duly made by Director Wild, seconded by Director Provence 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 Douglas County and other interested parties.

2022 Budget: The Board entered into discussion regarding appointing the District Accountant to prepare the 2022 Budget and setting the date for a Public Hearing to adopt the 2022 Budget.

Following discussion, upon motion duly made by Director Wild, seconded by Director Provence and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2022 Budget and directed that the 2022 Budget be the same as the 2021 adopted Budget unless a Board Member provides input to otherwise adjust those assumptions, and to set the date for a Public Hearing to adopt the 2022 Budget for October 12, 2021 at 6:00 P.M. at Parker Arts Cultural and Events Center, Conference Room, 20000 Pikes Peak Ave., Parker, Colorado.

Presentation from D.A. Davidson & Co. regarding Potential Refunding of the District's General Obligation Refunding Bonds, Series 2013: Mr. Sullivan of D.A. Davidson & Co. provided the Board with an overview of possible refunding alternatives for consideration, an overview of the current bond market and a

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recommendation to consider refunding when the date of a possible current refunding is closer than it is today. The Board thanked Mr. Sullivan for his presentation and requested Mr. Sullivan provide the Board with an updated analysis and recommendation at their May 2021 Board meeting.

LEGAL MATTERS

None.

OTHER BUSINESS

Annual Meeting for Property Owners: The annual meeting for property owners was conducted. Mr. Ruthven confirmed that notices were mailed to all property owners in compliance with the annual meeting notice requirements pursuant to the District's Service Plan. It was noted that the only property owners in attendance were Board members and the Annual Meeting was closed.

ADJOURNMENT

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

Respectfully submitted,

By: 

Secretary for the Meeting

RESOLUTION NO. 2020-10-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE HORSE CREEK METROPOLITAN DISTRICT
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION,
ESTABLISHING DISTRICT WEBSITE AND
DESIGNATING LOCATION FOR POSTING OF 24-HOUR NOTICES**

A. Pursuant to Section 32-1-903, C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.

B. Pursuant to Section 24-6-402(2)(c)(I), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the public place at which notice of the date, time and location of regular and special meetings ("**Notice of Meeting**") will be physically posted at least 24 hours prior to each meeting ("**Designated Public Place**"). A special district is deemed to have given full and timely notice of a regular or special meeting if it posts its Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.

C. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., special districts are relieved of the requirement to post the Notice of Meeting at the Designated Public Place, and are deemed to have given full and timely notice of a public meeting, if a special district posts the Notice of Meeting online at a public website of the special district ("**District Website**") at least 24 hours prior to each regular and special meeting.

D. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., if a special district is unable to post a Notice of Meeting on the District Website at least 24 hours prior to the meeting due to exigent or emergency circumstances, then it must physically post the Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.

E. Pursuant to Section 32-1-903, C.R.S., all special and regular meetings of the board shall be held at locations which are within the boundaries of the district or which are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.

F. The provisions of Section 32-1-903, C.R.S., may be waived if: (1) the proposed change of location of a meeting of the board appears on the agenda of a regular or special meeting; and (2) a resolution is adopted by the board stating the reason for which a meeting is to be held in a location other than under Section 32-1-903(1), C.R.S., and further stating the date, time and place of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Horse Creek Metropolitan District (the "**District**"), Douglas County, Colorado:

1. That the provisions of Section 32-1-903(1), C.R.S., be waived pursuant to the adoption of this Resolution.

2. That the Board of Directors (the “**District Board**”) has determined that conducting regular and special meetings pursuant to Section 32-1-903(1), C.R.S., would be inconvenient and costly for the directors and consultants of the District in that they live and/or work outside of the twenty (20) mile radius requirement.

3. That regular meetings of the District Board for the year 2021 shall be held on May 25 and October, 12, 2021 at 6:00 p.m., at the Parker Arts Cultural and Events Center, 20000 Pikes Peak Ave., Parker, CO in Douglas County, Colorado.

4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each director.

5. That, until circumstances change, and a future resolution of the District Board so designates, the location of all special and regular meetings of the District Board shall appear on the agenda(s) of said special and regular meetings.

6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s) location(s), and any such objections shall be considered by the District Board in setting future meetings.

7. That the District Board authorizes establishment of a District Website, if such District Website does not already exist, in order to provide full and timely notice of regular and special meetings of the District Board online pursuant to the provisions of Section 24-6-402(2)(c)(III), C.R.S.

8. That, if the District has established a District Website, the Notice of Meeting of the District Board shall be posted on the District Website at least 24 hours prior to each regular and special meeting pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S.

9. That, if the District has not yet established a District Website or is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting due to exigent or emergency circumstances, the Notice of Meeting shall be posted within the boundaries of the District at least 24 hours prior to each meeting, pursuant to Section 24-6-402(2)(c)(I) and (III), C.R.S., at the following Designated Public Place:

(a) Northeast corner of Hess Road and Chambers Road.

10. SDMS is hereby appointed to post the above-referenced notices.

[SIGNATURE PAGE FOLLOWS]

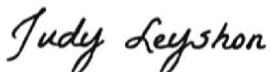
[SIGNATURE PAGE TO RESOLUTION ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, ESTABLISHING DISTRICT WEBSITE AND DESIGNATING LOCATION FOR 24-HOUR NOTICES]

RESOLUTION APPROVED AND ADOPTED on October 29, 2020.

HORSE CREEK METROPOLITAN DISTRICT

By: 
President

Attest:


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.

RESOLUTION NO. 2020 - 10 - 2
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE HORSE CREEK METROPOLITAN DISTRICT
TO ADOPT THE 2021 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Horse Creek Metropolitan District ("District") has appointed the District Accountant to prepare and submit a proposed 2021 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2020, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on October 29, 2020, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any interfund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Horse Creek Metropolitan District:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Horse Creek Metropolitan District for the 2021 fiscal year.
2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 29th day of October, 2020.


Secretary

(SEAL)

EXHIBIT A
(Budget)

I, Judy Leyshon, hereby certify that I am the duly appointed Secretary of the Horse Creek Metropolitan District, and that the foregoing is a true and correct copy of the budget for the budget year 2021, duly adopted at a meeting of the Board of Directors of the Horse Creek Metropolitan District held on October 29, 2020.

By: 
Secretary

RESOLUTION NO. 2020 - 10 - 3
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE HORSE CREEK METROPOLITAN DISTRICT
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Horse Creek Metropolitan District ("District") has adopted the 2021 annual budget in accordance with the Local Government Budget Law on October 29, 2020; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2021 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Horse Creek Metropolitan District:

1. That for the purposes of meeting all general fund expenses of the District during the 2021 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2021 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That the Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of Douglas County, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 29th day of October, 2020.


Secretary

(SEAL)

EXHIBIT A
(Certification of Tax Levies)