

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF KINGS POINT SOUTH METROPOLITAN DISTRICT NOS. 1 & 2

Held: November 9, 2021 at 10:00 a.m.

*The meeting was held via teleconference.*

**Attendance**

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Daniel Conway  
Peter Niederman

Also present was Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; John Simmons, Simmons & Wheeler, District Accountant; and, Julia Gamec, Board Candidate

**Call to Order/ Declaration of Quorum**

It was noted that a quorum of the Boards was present and the meeting was called to order.

**Director Qualifications/ Conflicts of Interest/ Reaffirmation of Disclosures**

Mr. Dickhoner advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner reported that disclosures for those Directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Dickhoner inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

**Approval of Agenda**

Mr. Dickhoner presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

**Director Matters**

**Discuss Board Vacancies**

The Boards engaged in discussion regarding the current

Consider Appointment of Qualified Individual and Administer Oath of Office vacancies. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the appointment of Ms. Gamec and her Oath of Office of was administered.

Election of Officers The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Gamec as Secretary.

**Public Comment** No public present.

**Consent Agenda** Mr. Dickhoner advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- a. November 10, 2020 Minutes
- b. 2020 Audit Exemption Application
- c. Proposed General Liability Schedule and Limits and Authorization to Bind Coverage for 2022

## **Legal Matters**

Consider Adoption of Joint Resolution Designating the Location of Regular Meetings of the Board of Directors Mr. Dickhoner presented the Boards with the Joint Resolution Designating the Location of Regular Meetings of the Board of Directors for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Adoption of Joint Annual Administrative Resolution (2022) Mr. Dickhoner presented the Boards with the Joint Annual Administrative Resolution (2022) for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Approval of Joint Resolution Calling Election Mr. Dickhoner presented the Boards with the Joint Resolution Calling Election for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

*Discuss Method for Distributing Call For Nominations* The Boards determined to distribute the Call for Nominations by way of posting on the Districts' website.

Discuss District Debt Allocation Agreement The Boards engaged in discussion regarding the District Debt Allocation Agreement between District No. 1 and District No. 2.

between District No. 1 and District No. 2 No Board action taken.

Discuss Ownership of Property and the Boards of Directors The Boards engaged in general discussion regarding matters related to ownership of property and the Boards of Directors. The Board of District No. 1 instructed legal counsel to publish a Notice of Vacancy on behalf of the District.

## **Financial Matters**

Approval of Financials No Financials presented for approval.

Conduct Public Hearing on 2021 Budget Amendment It was determined that an amendment was not necessary.

Conduct Public Hearing on Proposed 2022 Budget Consider Adoption of Resolution Adopting 2022 Budget Director Conway opened the public hearings on the 2022 budgets. Mr. Dickhoner noted that notice for the public hearings was made in accordance with the applicable Colorado statutes. No written objections were received prior to the public hearings. After no public comment was made, the public hearings were closed.

Mr. Simmons reviewed the 2022 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget. The District did not certify a mill levy for collection in 2022.

Mr. Simmons reviewed the 2022 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget. The District did not certify a mill levy for collection in 2022.

## **Other Business**

Discuss District Website Requirements and Options Mr. Dickhoner and the Boards discussed recent legislation requiring the establishment and maintenance of a District website and proposals for same.

## **Adjourn**

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*Julie Gamec*

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Secretary of the Meeting

The foregoing minutes were approved on the 30<sup>th</sup> day of November, 2021.