

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ARISTA METROPOLITAN DISTRICT HELD NOVEMBER 16, 2022

A Regular Meeting of the Board of Directors (referred to hereafter as the "Board") of the Arista Metropolitan District (referred to hereafter as the "District") was convened on Thursday, the 16th day of November, 2022, at 10:00 a.m. The meeting was held via Zoom Video Conferencing and at Wiens Capital Management, LLC 555 Eldorado Boulevard Suite 200 Broomfield Colorado 80021-3342. This meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Joseph L. Zepeda
David Hostetler
Timothy Wiens
Jordon Wiens
William R. Maestas

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Zachary P. White, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

Shelby Clymer; CliftonLarsonAllen, LLP

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: Attorney White advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney White reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron P.C. with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Attorney White inquired into whether members of the Board 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 Board to act.

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ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the proposed Agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Maestas and, upon vote, unanimously carried, the Agenda was approved, as amended.

Meeting Location/Manner and Posting of Meeting Notice: 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. District Board meeting was held via Zoom. Ms. Finn reported that notice was duly posted and that no objections to the video and audio-conferencing manner of the meeting or any requests that the video and audio-conferencing manner of the meeting be changed by the public have been received.

Minutes: The Board reviewed Minutes of the June 16, 2022 Regular Meeting.

Following review, upon motion duly made by Director Zepeda, seconded by Director Maestas and, upon vote, unanimously carried, the Minutes of the June 16, 2022 Regular Meeting were approved, as presented.

2023 Annual Administrative Resolution: The Board reviewed a 2023 Annual Administrative Resolution.

Following discussion, upon motion duly made by Director Zepeda, seconded by Director Maestas and, upon vote, unanimously carried, the Board adopted the 2023 Annual Administrative Resolution.

2023 Regular Meeting Dates: The Board entered into discussion regarding setting dates for 2023 Regular Meetings.

Following discussion, the Board determined to schedule Regular Meetings on March 9, 2023, June 15, 2023, September 14, 2023 and November 15, 2023. The meetings will be held at 10:00 a.m., at Wiens Capital Management, LLC 555 Eldorado Boulevard, Suite 200 Broomfield Colorado 80021.

Insurance Coverage: Ms. Finn discussed with the Board insurance renewal and insurance schedules.

Following discussion, the Board directed Ms. Finn to take the necessary actions to renew the District's insurance coverage.

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§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2022: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022 and directed staff to post the Transparency Notice on the Special District Association’s website and the District website.

Consent Agenda: The Board considered the following actions:

- Ratify approval of park permit from Altra Running / Lilah Ann LLC for a film/photo production in the parking garage.
- Ratify approval of First Addendum to Independent Contractor Agreement between the District and Western Waterproofing Company, Inc. d/b/a Western Specialty Contractors for the 2022 parking garage repair and maintenance.
- Ratify approval of proposal from Environmental Landworks Company, Inc. for enhancements at Shepsfield Park.
- Ratify approval of Independent Contractor Agreement between the District and Environmental Landworks Company, Inc. for park landscaping replacement services.

Following discussion, upon motion duly made by Director Zepeda, seconded by Director J. Wiens and, upon vote, unanimously carried, the Board approved and/or ratified approval of the Consent Agenda items.

PUBLIC COMMENT

Public Comment: There were no public comments.

FINANCIAL MATTERS

Payment of Claims: The Board considered approval of the payment of claims for the following periods:

Fund	Period Ending July 31, 2022	Special Check Parkland Extension	Period Ending August 31, 2022	Period Ending Sept. 30, 2022
General	\$ 62,855.05	\$ -0-0	\$ 110,311.56	\$ 66,052.67
Debt Service	\$ -0-	\$ -0-	\$ 6,000.00	\$ -0-
Capital Projects	\$ 9,772.50	\$ 65,691.00	\$ 2,372.25	\$ 252,502.50
Total	\$ 72,627.55	\$ 65,691.00	\$ 118,683.81	\$ 318,555.17

Fund	Special Check Kellner North America's Inc.	Period Ending October 31, 2022
General	\$ 288,355.16	\$ 73,357.89
Debt Service	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ 73,509.28
Total	\$ 288,355.16	\$ 146,867.17

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Following discussion, upon motion duly made by Director T. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board approved the payment of claims, as presented.

Financial Statements: Ms. Clymer reviewed with the Board the unaudited financial statements of the District for the period ending September 30, 2022 and the cash position statement dated September 30, 2022, updated October 19, 2022.

Following review and discussion, upon motion duly made by Director Maestas, seconded by Director Zepeda and, upon vote, unanimously carried, the Board approved the unaudited financial statements of the District for the period ending September 30, 2022 and the cash position statement dated September 30, 2022, updated October 19, 2022.

2022 Audit: The Board reviewed the proposal from Haynie & Company to perform the 2022 Audit.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Maestas and, upon vote, unanimously carried, the Board approved the engagement of Haynie & Company, to perform the 2022 Audit, for an amount not to exceed \$7,300.

2022 Budget Amendment Hearing: The President opened the Public Hearing to consider an Amendment to the 2022 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 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.

Following discussion, upon motion duly made by Director Hostetler, seconded by Director Maestas and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-02; Resolution to Amend the 2022 Budget.

2023 Budget Hearing: The President opened the Public Hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 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 the Public Hearing. No public comments were received and the Public Hearing was closed.

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Ms. Clymer reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2022-12-03; Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Set Mill Levies (for the General Fund at 21.867 mills, for the Debt Service Fund at 58.844 mills, and for Other Fund(s) at 0.000 mills, for a total mill levy of 80.711 mills). Upon motion duly made by Director Hostetler, seconded by Director Maestas and, upon vote, unanimously carried, the Resolution was adopted, subject to the revisions as noted, and execution of the Certification of budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. Ms. Finn was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of the City and County of Broomfield and the Division of Local Government not later than December 15, 2022. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023.

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 T. Wiens, seconded by Director Zepeda 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.

CliftonLarsonAllen LLP 2023 Scope of Work: The Board entered into discussion regarding a CliftonLarsonAllen LLP 2023 Scope of Work.

Following review and discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP 2023 Scope of Work.

LEGAL MATTERS

2023 Regular Election for Directors: Attorney White reviewed with the Board a Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-04; Resolution Calling a Regular Election for Directors on May 2, 2023,

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appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Designation of Method for Providing Notice of Call for Nominations: The Board entered into discussion regarding the designation of method for providing Notice of Call for Nominations to its residents.

Following discussion, the Board determined to mail and post the Notice of Call for Nominations on the District’s website.

Debt Restructuring: Attorney White discussed with the Board the status of the debt restructuring.

Third Modification to Original Service Plan for Arista Metropolitan District: Attorney White discussed with the Board the status of the Third Modification to Original Service Plan for Arista Metropolitan District.

Website: The Board entered into discussion regarding the District’s website. It was noted a generic email address will have to be created for the Board of Directors.

OPERATION AND MAINTENANCE

Water Conservation Efforts and Practices: The Board entered into discussion regarding the water conservation efforts and practices. No action was taken by the Board.

Park Maintenance Plan: Director Zepeda reported to the Board the City and County of Broomfield is not open to the proposed Park Maintenance Plan.

Independent Contractor Agreement between the District and Environmental Landworks Company, Inc. for Concrete Work and Plant Enhancements for Uptown Park: The Board reviewed an Independent Contractor Agreement between the District and Environmental Landworks Company, Inc. for concrete work and plant enhancements for Uptown Park

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement between the District and Environmental Landworks Company, Inc. for concrete work, in the amount of \$9,625 and plant enhancements, in the amount of \$48,523.25 for Uptown Park.

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Parking Garage:

Visual Structural Condition Assessment of the Parking Garage Located at 8200 Transit Way by Martin/Martin Consulting Engineers: The Board reviewed a visual structural condition assessment of the parking garage located at 8200 Transit Way by Martin/Martin Consulting Engineers. No action was taken by the Board.

Proposal from Western Specialty Contractors for Repair Work: The Board reviewed a proposal from Western Specialty Contractors for repair work.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board approved the proposal from Western Specialty Contractors for repair work, in the amount of \$59,612.

Proposal from Western Specialty Contractors to Add Fencing on the East and West Side of the Parking Garage: The Board reviewed a proposal from Western Specialty Contractors to add fencing on the East and West side of the parking garage.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board approved the proposal from Western Specialty Contractors to add fencing on the East and West side of the parking garage, in the amount of \$59,035.

CAPITAL MATTERS **Parkland Street Extension Project:**

Geotechnical Investigation from CTL Thompson Inc.: The Board reviewed a Geotechnical Investigation from CTL Thompson Inc. No action was taken by the Board.

Agreement between the District and Brinkman Construction, Inc. for Phase 1 of the Parkland Street Extension Project: The Board reviewed an Agreement between the District and Brinkman Construction, Inc. for Phase 1 of the Parkland Street Extension Project.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board ratified approval of the Agreement between the District and Brinkman Construction, Inc. for Phase 1 of the Parkland Street Extension Project.

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Change Order No. 1 to the Service Agreement between the District and Brinkman Construction, Inc. for the Replacement of Street Light Electrical Conduit and Shoulder Seeding and Hydromulch: The Board reviewed Change Order No. 1 to the Service Agreement between the District and Brinkman Construction, Inc. for the replacement of street light electrical conduit and shoulder seeding and hydromulch.

Following discussion, upon motion duly made by Director J. Wiens, seconded by Director Zepeda and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Service Agreement between the District and Brinkman Construction, Inc. for the replacement of street light electrical conduit and shoulder seeding and hydromulch, in the amount of \$18,500.

Gallery Park: Director Zepeda discussed with the Board the status of the Gallery Park.

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting