

**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
NBC METROPOLITAN DISTRICT  
HELD  
JUNE 2, 2022**

A Regular Meeting of the Board of Directors (referred to hereafter as “Board”) of the NBC Metropolitan District (referred to hereafter as the “District”) was duly held on Thursday, the 2nd day of June, 2022, at 2:00 p.m. This District Board meeting was held via Zoom. The meeting was open to the public via conference call.

**ATTENDANCE**

**Directors In Attendance Were:**

Charles D. Foster  
Meghan Connifey

Following discussion, upon motion duly made by Director Foster, seconded by Director Connifey and, upon vote, unanimously carried, the absence of Director Kelly was excused.

**Also In Attendance Were:**

Matt Cohrs; Special District Management Services, Inc.

Jon Hoistad, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

Russell Holmes; City Office REIT, Inc.

**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

**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 potential breaches of fiduciary duty to the Board and to the Secretary of State. Mr. Cohrs noted that a quorum was present and requested members of the Board 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 the statute. Attorney Hoistad noted that Director Disclosure Statements were filed pursuant to statute.

**ADMINISTRATIVE  
MATTERS**

**Agenda:** Mr. Cohrs distributed for the Board’s review and approval a proposed Agenda for the District’s Regular Meeting. Following discussion, upon motion duly made by Director Foster and seconded by Director Connifey, upon vote unanimously carried, the Agenda was approved, as presented.

**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. The meeting was held via teleconference. Mr. Cohrs reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

**Minutes:** The Board reviewed the Minutes of the November 4, 2021 Special Meeting. Following discussion, upon motion duly made by Director Foster and seconded by Director Connifey, upon vote unanimously carried, the Board approved the Minutes of the November 4, 2021 Special Meeting as presented.

**May 3, 2022 Election:** Mr. Cohrs noted for the Board that the May 3, 2022 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Director Connifey and Kelley were each deemed elected to a 1-year term ending in May 2023.

**Board Vacancies:** Mr. Cohrs discussed with the Board the vacancies on the Board of Directors.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers. Following discussion, upon motion duly made and seconded by Director Foster and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Charles D. Foster
Treasurer	Erika Kelley
Assistant Secretary	Meghan Connifey
Secretary	Matt Cohrs (non-elected position)

**2022 Special District Association's Annual Conference:** Mr. Cohrs discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

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There was no public comment.

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**PUBLIC  
COMMENTS**

**FINANCIAL  
MATTERS**

**Claims:** The Board reviewed and considered ratifying the payment of claims for the period ending as follows:

Fund	Period Ending Nov. 30, 2021	Period Ending Dec. 31, 2021	Period Ending Jan. 31, 2022	Period Ending Feb. 28, 2022
General	\$ 20,508.05	\$ 25,613.98	\$ 7,329.02	\$ 6,275.05
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-

Capital	\$ 6,550.00	\$ 6,550.00	\$ 6,550.00	\$ -0-
<b>Total</b>	<b>\$ 27,058.05</b>	<b>\$ 32,163.98</b>	<b>\$ 13,879.02</b>	<b>\$ 6,275.05</b>

Fund	Special Check February 2022	Period Ending March 31, 2022	Period Ending April 30, 2022	Period Ending May 31, 2022
General	\$ 1,430.00	\$ 10,145.26	\$ 25,734.29	\$ 7,412.44
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ 13,100.00	\$ -0-	\$ 6,550.00
<b>Total</b>	<b>\$ 1,430.00</b>	<b>\$ 23,245.26</b>	<b>\$ 25,734.29</b>	<b>\$ 13,962.44</b>

Following discussion, upon motion duly made by Director Connifey and seconded by Director Foster, upon vote unanimously carried, the Board ratified the payment of claims.

**Unaudited Financial Statements:** Ms. Ross reviewed with the Board the Unaudited Financial Statements through the period ending March 31, 2022, the Schedule of Cash Position, dated March 31, 2022, updated May 25, 2022 and Property Tax Schedule. Following discussion, upon motion duly made by Director Foster and seconded by Director Connifey and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements through the period ending March 31, 2022, the Schedule of Cash Position dated March 31, 2022, updated May 25, 2022 and Property Tax Schedule.

**Engagement of Auditor:** The Board discussed the engagement from Simmons & Wheeler, P.C. to perform the 2021 Audit. Following discussion, upon motion duly made by Director Foster, seconded by Director Connifey and, upon vote, unanimously carried, the Board ratified the approval of the engagement of Simmons & Wheeler, P.C. to perform the 2021 Audit, in the amount of \$4,200.

**2021 Audit:** Ms. Ross reviewed the draft 2021 Audit with the Board. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Connifey, and upon vote, unanimously carried, the Board approved the 2021 Audit and authorized execution of the Representations Letter, subject to final legal review.

## **LEGAL MATTERS**

**Engineer's Report and Certification No. 2 from Ranger Engineering, LLC for NBC Metropolitan District:** The Board considered the approval of the Engineer's Report and Certification No. 2 from Ranger Engineering, LLC dated May 11, 2022 and acceptance of costs in the amount of \$462,562.89. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Connifey, and upon vote, unanimously carried, the Board approved the Engineer's Report and Certification No. 2 from Ranger Engineering, LLC dated May 11, 2022 and acceptance of costs in the amount of \$462,562.89, subject to final review by Ms. Ross.

**OPERATIONS AND MAINTENANCE**

**2022 Floral Program:** The Board reviewed the 2022 floral program proposals received by Mr. Cohrs. The Board approved continuing the floral program in 2022, with an expected increase in cost.

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**CAPITAL IMPROVEMENTS**

**Development Updates:** Mr. Holmes provided an update to the Board regarding the 112th Avenue extension, which he advised is proceeding on schedule and is anticipated to be completed by summer.

**Notice of Award of Construction Agreement by the District:** The Board discussed the bids for the Construction Agreement by the District regarding the Circle Park Improvement Project.

Following review and discussion, upon motion duly made by Director Foster, seconded by Director Connifey, and upon vote, unanimously carried, the Board awarded the Construction Agreement to ECI Site Construction Management, Inc. for the Circle Park improvements and authorize issuance of a Notice of Award and Notice to Proceed by the Construction Manager.

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**OTHER MATTERS**

There were no other matters.

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**ADJOURNMENT**

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

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting