

**MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
NBC METROPOLITAN DISTRICT  
HELD  
NOVEMBER 4, 2021**

A Special 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 4th day of November, 2021, at 2:00 p.m. This District Board meeting was held by conference call. The meeting was open to the public via conference call.

**ATTENDANCE**

**Directors In Attendance Were:**

Charles D. Foster  
Erika Kelly  
Meghan Connifey

**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 Special Meeting.

Following discussion, upon motion duly made by Director Foster and seconded by Director Kelley, 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 June 4, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Foster and seconded by Director Kelley, upon vote unanimously carried, the Board approved the Minutes of the June 4, 2021 Special Meeting as presented.

**Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices:** Mr. Cohrs discussed with the Board Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet at 2:00 p.m. on June 2, 2022 and November 5, 2022 via Zoom Meeting.

Following discussion, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01; Establishing Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices.

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

**District Website:** Mr. Cohrs provided an update to the Board on the status of the District's website. Mr. Cohrs recommended to the Board that the District continue to work with Statewide Internet Portal Authority ("SIPA") to establish a District Website. Mr. Cohrs further advised that if no progress had been made by SIPA on the establishment of the District website by the next meeting of the Board, he may advise proceeding with a different provider.

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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 June 30, 2021	Period Ending July 31, 2021	Period Ending August 31, 2021	Period Ending Sept. 30, 2021
General	\$ 16,160.03	\$ 10,939.03	\$ 20,295.90	\$ 35,744.73
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ 6,550.00
<b>Total</b>	<b>\$ 16,160.03</b>	<b>\$ 10,939.03</b>	<b>\$ 20,295.90</b>	<b>\$ 42,294.73</b>

Fund	Period Ending Oct. 31, 2021
General	\$ 19,062.37
Debt Service	\$ -0-
Capital	\$ 6,550.00
<b>Total</b>	<b>\$ 25,612.37</b>

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

**Unaudited Financial Statements:** Ms. Ross reviewed with the Board the September 30, 2021, 2021 Schedule of Cash Position, updated as of November 1 2021 and the Property Tax Reconciliation.

Following discussion, upon motion duly made by Director Foster and seconded by Director Kelley and, upon vote, unanimously carried, the Board accepted the September 30, 2021, Schedule of Cash Position, updated as of November 1, 2021 and the Property Tax Reconciliation.

**2021 Audit:** The Board reviewed the proposal from Simmons & Wheeler, PC to perform the 2021 Audit.

Following discussion, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. to perform the 2021 Audit, for an amount not to exceed \$4,600, subject to review of final engagement terms by Mr. Cohrs and Director Foster.

**2021 Budget Amendment Hearing:** The President opened the public hearing to consider a Resolution to Amend the 2021 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 2021 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 review and discussion, upon motion duly made by Director Foster, and seconded by Director Kelley moved to adopt the Resolution to Amend 2021 Budget, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-02 to Amend the 2021 Budget to increase the General Fund to \$400,000 and the Debt Service Fund to \$5,000,000. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**Master Service Agreement for Accounting Services by and between the District and CliftonLarsonAllen LLP:** The Board entered into discussion regarding a Master Service Agreement for Accounting Services by and between the District and CliftonLarsonAllen LLP.

Following discussion, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the Master Service Agreement for Accounting Services by and between the District and CliftonLarsonAllen LLP.

**2022 Budget Hearing:** The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2022 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.

Ms. Ross reviewed the 2022 Budget with the Board.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-04 to Set Mill Levies (for the General Fund at 18.000 mills and the Debt Service Fund at 33.100 mills for a total mill levy of 51.100 mills). Following discussion, upon motion duly made by Director Foster and seconded by Director Kelley and, upon vote, unanimously carried, Resolution Nos. 2021-11-03 and 2021-11-04 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 the County on or before December 10, 2021. Mr. Cohrs was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Jefferson County and the Division of Local Government. Mr. Cohrs was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022.

**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 Foster, and seconded by Director Kelley 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.

**2023 Budget Public Hearing:** The Board entered into discussion regarding setting the date for a Public Hearing to adopt the 2023 Budget.

Following discussion, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board determined to hold the public hearing to consider adoption of the 2023 Budget on November 5, 2022, at 2:00 p.m. via Zoom Meeting.

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**LEGAL MATTERS**

**May 3, 2022 Regular Director Election:** The Board entered into discussion regarding the May 3, 2022 Regular Director Election regarding new legislative requirements and related expenses for same.

*Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and Authorizing the DEO to Perform All Tasks Required for the Conduct of Mail Ballot Election:* The Board considered adoption of Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing Matt Cohrs as the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election. The Board also discussed the need for ballot issues and/or questions.

Following consideration, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election.

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**OPERATIONS AND MAINTENANCE**

**Proposal from Arrowhead Landscape Services, Inc. for 2021/2022 Snow Removal Services:** The Board reviewed a proposal from Arrowhead Landscape Services, Inc. for 2021/2022 Snow Removal Services.

Following consideration, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the proposal from Arrowhead Landscape Services, Inc. for 2021/2022 Snow Removal Services.

**Proposal between the District and Arrowhead Landscape Services, Inc. for 2022 Landscape Maintenance Services:** The Board entered into discussion regarding a proposal between the District and Arrowhead Landscape Services, Inc. for 2022 Landscape Maintenance Services.

Following consideration, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the proposal between the District and Arrowhead Landscape Services, Inc. for 2022 Landscape Maintenance Services, subject to final review of final proposal by Mr. Cohrs and Director Foster.

**Proposal between the District and Colorado Lighting, Inc. for 2022 Site Lighting Services:** The Board entered into discussion regarding a proposal between the District and Colorado Lighting, Inc. for 2022 Site Lighting Services.

Following consideration, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the proposal between the District and Colorado Lighting, Inc. for 2022 Site Lighting Services, subject to final review of final proposal by Mr. Cohrs and Director Foster.

**Proposal between the District and Animal & Pest Control Specialist, Inc. for 2022 Pest Control Services:** The Board entered into discussion regarding a proposal between the District and Animal & Pest Control Specialist, Inc. for 2022 Pest Control Services.

Following consideration, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the proposal between the District and Animal & Pest Control Specialist, Inc. for 2022 Pest Control Services, subject to final review of final proposal by Mr. Cohrs and Director Foster.

**Proposal between the District and SavATree, LLC for 2022 Plant Health Care:** The Board entered into discussion regarding a proposal between the District and SavATree, LLC for 2022 plant health care services.

Following consideration, upon motion duly made by Director Foster, seconded by Director Kelley and, upon vote, unanimously carried, the Board approved the proposal between the District and SavATree, LLC for 2022 plant health care services.

**CAPITAL  
IMPROVEMENTS**

**Development Updates:** Mr. Holmes provided an update to the Board regarding the 112<sup>th</sup> Avenue extension.

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**OTHER MATTERS**

**2022 Floral Program:** The Board entered into discussion regarding the 2022 Floral Program. Mr. Cohrs advised that the District would have a decreased need for plant material due to the work in the Circle Park. The Board directed staff to obtain proposals from new contractors.

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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 Kelley, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting