

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
NBC METROPOLITAN DISTRICT
HELD
JUNE 1, 2023**

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 1st day of June, 2023, 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
Erika Kelley

Also In Attendance Were:

Ann Finn; Special District Management Services, Inc.

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

Lindsay Ross; CliftonLarsonAllen LLP

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested 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 statute. It was noted by Attorney Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

**ADMINISTRATIVE
MATTERS**

Quorum/Meeting Location/Manner and Posting of Meeting Notice: Ms. Finn confirmed the presence of a quorum.

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. Ms. Finn 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.

Designation of 24-hour Posting Location: Upon motion duly made by Director

Foster and seconded by Director Kelley and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting on the District website: <https://nbcmetrodistrict.com/> or a streetlight located in the entry median on Circle Point Drive if the District website is unavailable.

Agenda: Ms. Finn 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 Kelley, upon vote unanimously carried, the Agenda was approved, as amended.

Minutes: The Board reviewed the Minutes of the November 18, 2022 Regular 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 November 18, 2022 Regular Meeting as presented.

May 2, 2023 Election: Ms. Finn noted for the Board that the May 2, 2023 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 Foster and Kelley were each deemed elected to a 4-year term ending in May 2027.

Board Vacancies: It was noted that there are currently three vacancies on the Board. Ms. Finn noted that she is in contact with Mr. Holmes regarding potential additional Directors.

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

President	Charles D. Foster
Treasurer	Erika Kelley
Assistant Secretary	Vacant
Assistant Secretary	Vacant
Assistant Secretary	Vacant
Secretary	Ann Finn (non-elected position)

2023 Special District Association’s (SDA) Annual Conference: Ms. Finn 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. Director Foster expressed interest in attending the SDA Conference. Director Kelley will consider doing the same.

There was no public comment.

**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, 2022	Period Ending Dec. 31, 2022	Period Ending Jan. 31, 2023	Period Ending Feb. 28, 2023
General	\$ 16,363.54	\$ 36,243.26	\$ 20,972.11	\$ 33,624.43
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 543,145.74	\$ 437,651.59	\$ -0-	\$ 600,141.68
Total	\$ 559,509.28	\$ 473,894.85	\$ 20,972.11	\$ 633,766.11

Fund	Period Ending March 31, 2023	Period Ending April 30, 2023	Period Ending May 30, 2023
General	\$ 38,027.31	\$ 40,204.85	\$ 13,887.59
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 132,404.77	\$ -0-	\$ 350,739.47
Total	\$ 170,432.08	\$ 40,204.85	\$ 364,627.06

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.

Following further discussion upon motion duly made by Director Foster and seconded by Director Kelley, upon vote unanimously carried, the Board authorized accountant to apply for a credit card.

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

2022 Audit: Ms. Ross reviewed the draft 2022 Audit with the Board. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved the 2022 Audit and authorized execution of the Representations Letter, subject to integration of comments and final legal review.

2024 Budget: The Board discussed setting a date for the 2024 Budget Hearing. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved a Public Hearing to adopt the 2024 Budget for November 2, 2023, at 2:00 P.M., via Zoom.

LEGAL MATTERS

Engineer’s Report and Certification No. 5 from Ranger Engineering, LLC for NBC Metropolitan District: The Board reviewed the Engineer’s Report and Certification No. 5 from Ranger Engineering, LLC, dated April 19, 2023.

Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved the Engineer's Report and Certification No. 5 from Ranger Engineering, LLC dated April 19, 2023 and acceptance of costs in the amount of \$363,769.32.

OPERATIONS AND MAINTENANCE

2023 Floral Program: The Board entered into discussion regarding the 2023 floral program. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved floral services with Arrowhead Landscape Services, Inc., in the amount of \$6,485.00.

Winter Plant Watering: The Board discussed winter plant watering. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of the proposal from Arrowhead Landscape Services, Inc. for winter plant watering, in the amount of \$686.00.

Detention Pond Cleanout: The Board discussed the detention pond cleanout. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of the proposal from Arrowhead Landscape Services, Inc. for detention pond cleanout, in the amount of \$3,100.00.

Revive: The Board discussed the re-turfing and application of Revive to all turf areas. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of the proposal from Arrowhead Landscape Services, Inc. for application of Revive to all turf areas, in the amount of \$2,460.00.

Service Agreement between the District and SavATree, LLC: The Board reviewed a Service Agreement between the District and SavATree, LLC for plant health. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of the Service Agreement between the District and SavATree, LLC for plant health.

Tree Replacements: The Board reviewed a proposal from SavATree, LLC for tree replacements. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved the proposal from SavATree, LLC for tree replacements, not to exceed \$3,354.00.

Rules and Regulations for Circle Point Park: Ms. Finn discussed with the Board the Rules and Regulations for Circle Point Park, draft permit, signage and parking issues. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously

carried, the Board approved the Rules and Regulations for Circle Point Park, subject to review from legal, finalization, and authorization of Director Foster.

Signage: Ms. Finn discussed new signage planning for the park and wayfinding.

Park Permits: The Board discussed fees and parking issues.

Circle Point Park Grand Opening: The Board discussed the Circle Point Park Grand Opening. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved the Circle Point Park Grand Opening June 28, 2023 at 12:30 p.m.

CAPITAL IMPROVEMENTS

Status of Development: Ms. Finn provided brief updates on the status of construction projects in and around the District.

Status of the 112th Avenue Extension Project: It was noted that the 112th Avenue Extension is not a District project, but that it will impact the District. Ms. Finn noted she was informed by Joe Zanone that the 112th Avenue Extension Project is expected to be completed by the end of June 2023. Ms. Finn further noted that she will continue to update the Board as the Extension is under construction.

Status of the Circle Point Park Improvement Project:

Change Order No. 1 from Zanone Project Management: The Board reviewed Change Order No. 1 from Zanone Project Management. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board approved Change Order No. 1 from Zanone Project Management to add signage, in the amount of \$10,000.00.

Change Order No. 1 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 1 from ECI Site Construction Management Inc. for a building permit fee. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval Change Order No. 1 from ECI Site Construction Management Inc. for a building permit fee, in the amount of \$8,583.17.

Change Order No. 2 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 2 from ECI Site Construction Management Inc. to make improvements to the putting green plan. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 2 from ECI Site Construction Management Inc. to make improvements to the putting green plan, in the amount of \$20,621.60.

Change Order No. 3 from ECI Site Construction Management Inc.: Change Order No. 3 from ECI Site Construction Management Inc. for the removal and replacement of the ADA ramp and Linx. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 3 from ECI Site Construction Management Inc. for the removal and replacement of the ADA ramp and Linx, in the amount of \$36,599.01.

Change Order No. 4 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 4 from ECI Site Construction Management Inc. for the landscape and irrigation changes and paver credit. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval Change Order No. 4 from ECI Site Construction Management Inc. for the landscape and irrigation changes and paver credit, in the amount of \$9,180.23.

Change Order No. 5 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 5 from ECI Site Construction Management Inc. to remove the old water feature that was previously buried. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval Change Order No. 5 from ECI Site Construction Management Inc. to remove the old water feature that was previously buried, in the amount of \$15,233.50.

Change Order No. 6 from ECI Site Construction Management Inc.: The Board Change Order No. 6 from ECI Site Construction Management Inc. for the seasonal stabilization requirements. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 6 from ECI Site Construction Management Inc. for the seasonal stabilization requirements, in the amount of \$14,350.00.

Change Order No. 7 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 7 from ECI Site Construction Management Inc. for the Linx sound system enclosure. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 7 from ECI Site Construction Management Inc. for the Linx sound system enclosure, in the amount of \$15,373.89.

Change Order No. 8 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 8 from ECI Site Construction Management Inc. to relocate a light pole. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 8 from ECI Site Construction Management Inc. to relocate a light pole, in the amount of \$2,801.55.

Change Order No. 9 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 9 from ECI Site Construction Management Inc. for the credit for the light pole replacement. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 9 from ECI Site Construction Management Inc. for the credit for the light pole replacement, in the deductive amount of (\$3,988.66).

Change Order No. 10 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 10 from ECI Site Construction Management Inc. to install concrete for café planting. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 10 from ECI Site Construction Management Inc. to install concrete for café planting in the amount of \$11,548.56.

Change Order No. 11 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 11 from ECI Site Construction Management Inc. to credit the District for restocking supply. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 11 from ECI Site Construction Management Inc. to credit the District for restocking supply in the deductive amount of (\$12,915.00).

Change Order No. 13 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 13 from ECI Site Construction Management Inc. for tree replacement. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 13 from ECI Site Construction Management Inc. for tree replacement in the amount of \$2,857.55.

Change Order No. 14 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 14 from ECI Site Construction Management Inc. for additional tree replacement. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 14 from ECI Site Construction Management Inc. for additional tree replacement in the amount of \$6,895.85.

Change Order No. 15 from ECI Site Construction Management Inc.: The Board reviewed Change Order No. 15 from ECI Site Construction Management Inc. to credit the District for benches. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of

Change Order No. 15 from ECI Site Construction Management Inc. to credit the District for benches in the deductive amount of (\$7,895.74).

Change Order No. 1 from Terracon Consultants, Inc.: The Board reviewed Change Order No. 1 from Terracon Consultants, Inc. for foundation observation and structural steel observation. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 from Terracon Consultants, Inc. for foundation observation and structural steel observation in the amount of \$10,450.00.

Service Agreement with Wenk Associates, Inc.: The Board reviewed the Service Agreement with Wenk Associates, Inc. for design and value engineering. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Wenk Associates, Inc. for design and value engineering.

Service Agreement with AD Light Group: The Board reviewed the Service Agreement with AD Light Group for the removal of signage. Following review and discussion, upon motion duly made by Director Foster, seconded by Director Kelley, and upon vote, unanimously carried, the Board ratified approval of the Service Agreement with AD Light Group for removal of signage.


OTHER MATTERS

There were no other matters.

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:  _____
Secretary for the Meeting