

# RECORD OF PROCEEDINGS

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PANORAMA METROPOLITAN DISTRICT HELD JUNE 1, 2021

A Special Meeting of the Board of Directors (the “Board”) of the Panorama Metropolitan District (the “District”) was held on Tuesday, the 1st day of June, 2021, at 9:30 a.m. Due to concerns regarding the spread of the Coronavirus (Covid-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person. The meeting was open to the public via conference call.

### ATTENDANCE

#### Directors In Attendance Were:

Krystal Arceneaux  
Clay Boelz  
Jason Mitchell  
James Priestley

#### Also In Attendance Were:

David Solin; Special District Management Services, Inc. (“SDMS”)

Kate Olson, Esq.; McGeady Becher P.C.

Sanjok Timilsina; McMahan and Associates, L.L.C.

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: It was noted District Counsel was in receipt of disclosures of potential conflict of interest statements for each of the Directors and that statements had been filed seventy-two (72) hours in advance of the meeting in accordance with the statute. Mr. Solin requested that the Directors consider whether they had any new conflicts of interest which had not been previously disclosed and noted for the record that there were no new disclosures and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with statute.

### ADMINISTRATIVE MATTERS

Agenda: Mr. Solin 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 Arceneaux, seconded by Director Mitchell and, upon vote, unanimously carried, the Agenda was approved, as presented.

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**Location of Meeting, Posting of Meeting Notices and Quorum:** Mr. Solin 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.

Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Mitchell and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of the Coronavirus (Covid-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person. The Board further noted that the notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed were received from taxpaying electors within its boundaries.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Mitchell, 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 as least 24-hours prior to each meeting at the following location: twenty feet east of the southeast corner of East Panorama Drive and East Panorama Circle.

**Resignation of Director:** The Board acknowledged the resignation of Director Della Wegman effective as of March 22, 2021.

**Appointment of Director:** The Board considered the appointment of Mr. Larry Lance to fill a vacancy on the Board of Directors. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from other qualified eligible electors were received within ten (10) days of such publication.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Priestley and, upon vote, unanimously carried, the Board appointed Mr. Lance to fill a vacant position on the Board of Directors.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Priestley and, upon vote, unanimously carried, the following slate of officers was appointed:

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|                     |                   |
|---------------------|-------------------|
| President           | Krystal Arceneaux |
| Treasurer           | Clay Boelz        |
| Secretary           | David Solin       |
| Assistant Secretary | Jason Mitchell    |
| Assistant Secretary | James Priestley   |
| Assistant Secretary | Larry Lance       |

**Minutes:** The Board reviewed the Minutes of the December 1, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Boelz, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board approved the Minutes of the December 1, 2020 Special Meeting, as presented.

**2021 SDA Conference:** Mr. Solin discussed the SDA Conference with the Board. No Directors were interested in attending.

### **PUBLIC COMMENTS**

There were no public comments.

### **FINANCIAL MATTERS**

**Claims:** The Board considered ratifying approval of the payment of claims as follows:

| FUND                | Period Ending<br>Dec. 16, 2020 | Period Ending<br>Jan. 26, 2021 | Period Ending<br>Feb.12, 2021 |
|---------------------|--------------------------------|--------------------------------|-------------------------------|
| General             | \$ 30,616.79                   | \$ 23,250.17                   | \$ 10,420.42                  |
| Debt Service        | \$ -0-                         | \$ -0-                         | \$ 500.00                     |
| Capital Projects    | \$ -0-                         | \$ -0-                         | \$ -0-                        |
| <b>Total Claims</b> | <b>\$ 30,616.79</b>            | <b>\$ 23,250.17</b>            | <b>\$ 10,920.42</b>           |

| FUND                | Period Ending<br>March 19, 2021 | Period Ending<br>April 22, 2021 | Period Ending<br>May 31, 2021 |
|---------------------|---------------------------------|---------------------------------|-------------------------------|
| General             | \$ 11,048.09                    | \$ 25,217.67                    | \$ 7,166.74                   |
| Debt Service        | \$ -0-                          | \$ -0-                          | \$ -0-                        |
| Capital Projects    | \$ -0-                          | \$ -0-                          | \$ -0-                        |
| <b>Total Claims</b> | <b>\$ 11,048.09</b>             | <b>\$ 25,217.67</b>             | <b>\$ 7,166.74</b>            |

Following review, upon motion duly made by Director Mitchell, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

**Unaudited Financial Statements:** Mr. Solin reviewed with the Board the unaudited financial statements for the period ending March 31, 2021.

Following review, upon motion duly made by Director Mitchell, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2021, as presented.

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**2020 Audit:** Mr. Timilsina reviewed the 2020 draft Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made by Director Arceneaux, seconded by Director Mitchell and, upon vote, unanimously carried, the Board approved the 2020 Audited Financial Statements and authorized execution of the Representations Letter, subject to final review by Director Boelz.

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### **OPERATIONS MATTERS**

**Project Prioritization and Corresponding Budgetary Needs:** There were no updates at this time.

**Service Agreement between the District and Inverness Landscaping, LLC for 2021 Landscaping Maintenance Services:** The Board entered into discussion regarding a Service Agreement between the District and Inverness Landscaping, LLC for 2021 Landscaping Maintenance Services.

Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Mitchell and, upon vote, with Director Boelz abstaining, the Board ratified approval of the Service Agreement between the District and Inverness Landscaping, LLC for 2021 Landscaping Maintenance Services.

**Snow Removal Services:** Mr. Solin discussed with the Board Snow Removal Services.

*Service Agreement between the District and Jim's Pride Landscaping and Maintenance, Inc. d/b/a JPL Cares for 2020-2021 Snow Removal Services:* The Board entered into discussion regarding a Service Agreement between the District and Jim's Pride Landscaping and Maintenance, Inc. d/b/a JPL Cares for 2020-2021 Snow Removal Services.

Following review and discussion, upon motion duly made by Director Arceneaux, seconded by Director Mitchell and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement between the District and Jim's Pride Landscaping and Maintenance, Inc. d/b/a JPL Cares for 2020-2021 Snow Removal Services.

*2021-2022 Snow Removal Services:* The Solin discussed with the Board the 2021-2022 Snow Removal Services. The Board directed Mr. Solin to obtain proposals.

**Status of Development:** Director Mitchell reported on the Jones District Infrastructure Update that was provided to the Board, noting that several infrastructure projects are in progress and roads are scheduled to open on June 9, 2021.

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**LEGAL MATTERS**     **Capital Pledge Agreement between the District and Jones Metropolitan District No. 1:** Director Mitchell commented on the Capital Pledge Agreement between the District and Jones Metropolitan District No. 1 during the status update above.

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**OTHER MATTERS**     Mr. Solin provided an update to the Board regarding the ongoing ramp widening project, noting that he attends monthly conference calls to keep up to date on the progress of the project.

Mr. Solin also discussed with the Board a recent Dry Creek median maintenance concern that was brought to his attention, noting that he will keep the Board updated as the cause of the maintenance issue is determined.

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

Respectfully submitted,

By  \_\_\_\_\_  
Secretary for the Meeting