

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PANORAMA METROPOLITAN DISTRICT HELD SEPTEMBER 6, 2022

A Regular Meeting of the Board of Directors (the “Board”) of the Panorama Metropolitan District (the “District”) was held on Tuesday, the 6th day of September, 2022, at 9:30 a.m. The meeting was open to the public via conference call.

ATTENDANCE

Directors In Attendance Were:

Krystal Arceneaux
Clay Boelz
Jason Mitchell
James Priestley
Larry Lance

Also In Attendance Were:

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

Paul Cockrel, Esq. and Micki Mills; Cockrel Ela Glesne Greher & Ruhland, P.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

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 Mitchell, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board determined that 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.

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

Minutes: The Board reviewed the Minutes of the July 1, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Boelz, seconded by Director Lance and, upon vote, unanimously carried, the Board approved the Minutes of the July 1, 2022 Special Meeting, as presented.

May 3, 2022 Regular Election: Mr. Solin noted that the May 3, 2022 Regular Election for Directors was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. Directors Arceneaux, Mitchell and Priestley were each declared elected to three-year terms ending in 2025 and Director Lance was declared elected to a one-year term ending in 2023.

Resignation of David Solin: The Board acknowledged the resignation of David Solin as District Manager.

Election of Officers: The Board entered into discussion regarding the election of officers.

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

President	Krystal Arceneaux
Treasurer	Clay Boelz
Secretary	Steve Beck
Assistant Secretary	Jason Mitchell
Assistant Secretary	James Priestley
Assistant Secretary	Larry Lance

PUBLIC COMMENTS

There were no public comments.

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FINANCIAL MATTERS

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

FUND	Period Ending March 31, 2022	Period Ending April 30, 2022	Period Ending May 31, 2022	Period Ending June 30, 2022
General	\$ 11,298.80	\$ 30,108.89	\$ 4,780.53	\$ 8,274.66
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total Claims	\$ 11,298.80	\$ 30,108.89	\$ 4,780.53	\$ 8,274.66

FUND	Period Ending July 31, 2022	Period Ending Aug. 30, 2022
General	\$ 10,761.91	\$ 12,011.74
Debt Service	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-
Total Claims	\$ 10,761.91	\$ 12,011.74

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

Unaudited Financial Statements: Mr. Beck reviewed with the Board the unaudited financial statements for the period ending June 30. 2022.

Following review, upon motion duly made by Director Arceneaux, seconded by Director Lance and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending June 30. 2022, as presented.

OPERATIONS MATTERS

2022 Projects and Budgetary Needs: The Board discussed the plans for the 2022 projects and corresponding budgetary needs.

LEGAL MATTERS

Public Hearing on the Petition for Exclusion filed by Mid-America Apartments, LP and consider adoption of Board Order approving Petition for Exclusion; and ratify approval of Exclusion Agreement with East Panorama Land Associates, LLC and Mid-America Apartments, LP: The President opened the public hearing to consider the adoption of the Board Order approving Petition for Exclusion; and ratify approval of Exclusion Agreement with East Panorama Land Associates, LLC and Mid-America Apartments, LP.

It was noted that publication of Notice stating that the Board would consider adoption of the Board Order approving Petition for Exclusion filed by Mid-America Apartments, LP 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 or at this public hearing. No public comments were received and the President closed the public hearing.

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Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Boelz and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-09-01 to Adopt the Board Order approving Petition for Exclusion; and ratify approval of Exclusion Agreement with East Panorama Land Associates, LLC and Mid-America Apartments, LP. Copies of the adopted Board Order is attached to these minutes and incorporated herein by this reference.

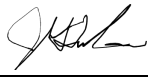
OTHER MATTERS

_____ None at this time
None at this time _____

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting