

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PANORAMA METROPOLITAN DISTRICT HELD DECEMBER 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 December, 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:

James Ruthven; 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. Ruthven 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. Ruthven 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 Lance 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. Ruthven 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 Arceneaux, seconded by Director Lance and, upon vote, unanimously carried, the Agenda was approved, as presented.

Minutes: The Board reviewed the Minutes of the September 6, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board approved the Minutes of the September 6, 2022 Special Meeting, as presented.

Resolution No. 2022-12-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Mr. Ruthven discussed with the Board Resolution No. 2022-12-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet at 9:30 a.m. on March 7, June 6, September 5 and December 5, 2023 via teleconference.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-01; 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: Mr. Ruthven discussed with the Board the §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023 and directed staff to post the Transparency Notice on the Special District Association's website and the District website.

District Website: Mr. Ruthven discussed with the Board the status of the District's website.

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 Sept. 30, 2022 | Period Ending Oct. 31, 2022 | Period Ending Nov. 30, 2022 |
|---------------------|---------------------------------|--------------------------------|--------------------------------|
| General | \$ 15,987.90 | \$ 47,083.36 | \$ 20,682.64 |
| Debt Service | \$ -0- | \$ -0- | \$ -0- |
| Capital Projects | \$ -0- | \$ -0- | \$ -0- |
| Total Claims | \$ 15,987.90 | \$ 47,083.36 | \$ 20,682.64 |

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

Unaudited Financial Statements: The Board reviewed the unaudited financial statements for the period ending September 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 September 30, 2022, as presented.

2022 Audit: The Board entered into discussion regarding the engagement of McMahan and Associates, L.L.C. to prepare the 2022 Audit.

Following discussion, upon motion duly made by Director Lance, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board approved the engagement of McMahan and Associates, L.L.C. to prepare the 2022 Audit, for an amount not to exceed \$8,700.

2022 Budget Amendment Hearing: The President opened the public hearing to consider the Resolution to Amend the 2022 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 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 or at this public hearing. No public comments were received and the President closed the public hearing.

The Board determined that an amendment to the 2022 Budget was not necessary.

2023 Budget Hearing: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 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 or at this public hearing. No public comments were received and the President closed the public hearing.

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Mr. Ruthven reviewed the estimated year-end 2022 revenues and expenditures and the proposed 2023 estimated revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2022-12-02 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-12-03 to Set Mill Levies (for the General Fund at 5.000 mills and the Debt Service Fund at 6.700 mills, for a total of 11.700 mills). Upon motion duly made by Director Arceneaux, seconded by Director Lance and, upon vote, unanimously carried, the Board adopted the Resolutions, 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, 2022. Mr. Ruthven was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners not later than December 15, 2022. Mr. Ruthven was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

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 Mitchell, seconded by Director Priestley 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.

2024 Budget Preparation: The Board discussed appointing the District Accountant to prepare the 2024 Budget and set the date for Public Hearing to adopt the 2024 Budget.

Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Lance and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget and set the date for the Public Hearing on the 2024 Budget for December 5, 2023.

OPERATIONS MATTERS

2023 Projects and Budgetary Needs: The Board discussed the plans for the 2023 projects and corresponding budgetary needs.

LEGAL MATTERS

Election Resolution: Ms. Mills discussed with the Board Resolution No. 2022-12-04; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

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Following discussion, upon motion duly made by Director Lance, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-04; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

None at this time


OTHER MATTERS

The Board discussed maintenance responsibility for Kiss N Ride and the water line break. Mr. Beck will email the Board regarding the status.

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting