

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PANORAMA METROPOLITAN DISTRICT HELD DECEMBER 7, 2021

A Special Meeting of the Board of Directors (the “Board”) of the Panorama Metropolitan District (the “District”) was held on Tuesday, the 7th day of December, 2021, 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”)

MaryAnn McGeady, Esq.; McGeady Becher P.C.

Paul Cockrel, Esq. and Micki Mills; Collins Cockrel & Cole

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 Arceneaux, seconded by Director Mitchell 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

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objections to the location or any requests that the meeting place be changed were received from taxpaying electors within its boundaries.

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 amended.

Minutes: The Board reviewed the Minutes of the September 7, 2021 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 September 7, 2021 Special Meeting, as presented.

Resolution No. 2021-12-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Mr. Solin discussed with the Board Resolution No. 2021-12-01; 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 1, June 7, September 6 and December 6, 2022 via teleconference.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Priestley and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-12-01; 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: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022 and directed staff to post the Transparency Notice on the Special District Association's website and the District website.

District Website: Mr. Solin updated the Board on the status of the District's website.

PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

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

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FUND	Period Ending September 30, 2021	Period Ending October 31, 2021	Period Ending November 30, 2021
General	\$ 12,656.89	\$ 14,148.48	\$ 7,957.48
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
Total Claims	\$ 12,656.89	\$ 14,148.48	\$ 7,957.48

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: Mr. Beck reviewed with the Board the unaudited financial statements for the period ending October 31, 2021.

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

COLOTRUST Accounts: The Board entered into discussion regarding closing the two COLOTRUST accounts.

Following review, upon motion duly made by Director Boelz, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board authorized closing the two COLOTRUST accounts and directed Mr. Beck to work with Arapahoe County to deposit tax receipts into the Wells Fargo Bank Savings account.

2021 Audit: The Board entered into discussion regarding the engagement of McMahan and Associates, L.L.C. to prepare the 2021 Audit.

Following discussion, upon motion duly made by Director Lance, seconded by Director Priestley and, upon vote, unanimously carried, the Board approved the engagement of McMahan and Associates, L.L.C. to prepare the 2021 Audit, for an amount not to exceed \$7,900.

2021 Budget Amendment Hearing: The President opened the public hearing to consider the 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 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 2021 Budget was not necessary.

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

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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 or at this public hearing. No public comments were received and the President closed the public hearing.

Mr. Solin reviewed the estimated year-end 2021 revenues and expenditures and the proposed 2022 estimated revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2021-12-02 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2021-12-03 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 Boelz 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, 2021. Mr. Solin was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners not later than December 15, 2021. Mr. Solin was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022. 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 Arceneaux, seconded by Director Boelz 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 Preparation: The Board discussed appointing the District Accountant to prepare the 2023 Budget and set the date for Public Hearing to adopt the 2023 Budget.

Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Boelz and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget and set the date for the Public Hearing on the 2023 Budget for December 6, 2022.

OPERATIONS MATTERS

Project Prioritization and Corresponding Budgetary Needs: Mr. Solin and the Board entered into discussion regarding plans for 2022 project prioritization and corresponding budgetary needs. The Board directed Mr. Solin to contact Arapahoe County regarding the status of the median redesign project.

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Median Maintenance: Mr. Solin updated the Board with the status of Median Maintenance.

LEGAL MATTERS

Election Resolution: The Board discussed Resolution No. 2021-12-04; 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 a mail ballot election.

Following discussion, upon motion duly made by Director Lance, seconded by Director Arceneaux and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-12-04; Resolution Calling a Regular Election for Directors on May 3, 2022, 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.

Notice Letter from Collins Cockrel & Cole, P.C.: The Board entered into discussion regarding a Notice Letter from Collins Cockrel & Cole, P.C.

Following discussion, upon motion duly made by Director Arceneaux, seconded by Director Boelz and, upon vote, unanimously carried, the Board acknowledged the Notice Letter from Collins Cockrel & Cole, P.C. and approved the transition of legal services from Collins Cockrel & Cole, P.C. to Cockrel Ela Glesne Greher & Ruhland, P.C.


OTHER MATTERS

None at this time

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting