

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF

HANCE RANCH METROPOLITAN DISTRICT

Held: Wednesday, October 19, 2022, at 10:00 a.m. via
Teleconference

Attendance

The special meeting of the Board of Directors of the Hance Ranch Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Matthew Gayda Cavanaugh **left meeting where indicated*
Guillaume Pouchot
Charles R. Hauptman
Jill Gundlach

Also present: Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Alex Fink, CliftonLarsonAllen LLP, District Accountant; and Scott Bristol, Stillwater Community Management, District Manager.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest
Disclosures**

Ms. Tompkins advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Tompkins inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

Ms. Tompkins presented the agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda, as presented.

Consider Appointment of Officers

The Board engaged in discussion regarding the appointment of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously approved Director Cavanaugh as President, Director Pouchot as Secretary, Director Gundlach as Treasurer/Assistant Secretary and Director Hauptman as Assistant Secretary.

Public Comment

None.

Consent Agenda

Ms. Tompkins reviewed the items on the consent agenda with the Board. Ms. Tompkins advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and/or adopted:

- Minutes from April 20, 2022 Special Meeting; and
- 2021 Annual Report

Management Matters

Consider Adoption of a Resolution Adopting a Policy for Landscape Maintenance

Mr. Bristol presented to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Approval of First Amendment to Independent Contractor Agreement with Stillwater Community Management for District Management

Mr. Bristol presented the First Amendment to Independent Contractor Agreement with Stillwater Community Management for District Management. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the First Amendment to the Agreement.

Consider Approval of Independent Contractor Agreement with Environmental Landworks for 2023 Landscaping Services

Mr. Bristol presented the Independent Contractor Agreement with Environmental Landworks for 2023 Landscaping Services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Agreement.

Consider Approval of Independent Contractor Agreement with Environmental Landworks for 2022-2023 Snow

Mr. Bristol presented the Independent Contractor Agreement with Environmental Landworks for 2023 Snow Removal Services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Agreement.

Removal Services

Legal Matters

Consider Approval of Renewal of Property and Liability Schedule and Limits and SDA Membership for 2023

Ms. Tompkins presented the Board with the Property and Liability Schedule and Limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the schedule, workers compensation coverage, and the SDA membership renewal.

Consider Adoption of Resolution Calling May 2, 2023 Election

Ms. Tompkins presented the Resolution Calling May 2, 2023 Election to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution, designating the District’s website as the second method of providing notice.

Consider Approval of Engagement Letter from Winzenburg Leff Purvis & Payne LLP for Legal Services

Ms. Tompkins presented the Engagement Letter from Winzenburg Leff Purvis and Payne LLP to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement.

Consider Adoption of Resolution Establishing Guidelines for the Collection of Delinquent Fees

Ms. Tompkins presented the Resolution Establishing Guidelines for the Collection of Delinquent Fees. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Adoption of Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents

Ms. Tompkins presented the Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Adoption of 2023 Annual Administrative Resolution

Ms. Tompkins presented the 2023 Annual Administrative Resolution to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution with changes as discussed.

Consider Approval of Second Amendment to Funding and Reimbursement Agreement (Operations and Maintenance) with Hance Ranch Station, LLC

Ms. Tompkins presented the Second Amendment to Funding and Reimbursement Agreement (Operations and Maintenance) with Hance Ranch Station, LLC to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Amendment.

Financial Matters

**Director Cavanaugh left the meeting*

Consider Acceptance of Unaudited Financial Statements and Cash Position Schedule

Mr. Fink presented the Unaudited Financial Statements dated June 30, 2022 and the Schedule of Cash Position dated June 30, 2022, updated as of September 1, 2022. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the Unaudited Financial Statements and Schedule of Cash Position.

Consider Approval of Claims Payable

Mr. Fink presented the Claims Payable in the amount of \$62,835.55 from April 1, 2022 through September 30, 2022. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the claims.

Consider Adoption of Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Public Improvement Acquisition and Reimbursement Agreement with Hance Ranch Station, LLC

Mr. Fink presented the Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Public Improvement Acquisition and Reimbursement Agreement with Hance Ranch Station, LLC to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Approval of Project Fund Requisition No. 6 Related to the Limited Tax Supported Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2020A3 Bonds

Mr. Fink presented Requisition No. 6 to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the requisition.

Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget

Mr. Fink informed the Board no 2022 Budget Amendment is necessary.

Conduct Public Hearing on 2023 Budget and Consider adoption of Resolution Adopting 2023 Budget, Imposing Mill Levy and Appropriating Funds

The public hearing on the proposed 2023 Budget was opened. Ms. Tompkins noted that the notice of public hearing was provided in accordance with Colorado law and no written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Fink reviewed the proposed 2023 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, revised as discussed, appropriating funds therefor and certifying 25.174 mills in the general fund and 61.803 mills in the debt service fund, subject to receipt of the final assessed valuation.

The Board directed legal counsel and the District's accountant to certify the mill levies by December 15, 2022 and file the 2023 Budget by January 30, 2023.

Other Business

None.

Adjourn

There being no further business to come before the Board and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



[GUILLAUME POUCHOT \(Apr 10, 2023 14:59 MDT\)](#)

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 5th day of April, 2023.