

MINUTES OF THE JOINT ORGANIZATIONAL
MEETING OF THE BOARDS OF DIRECTORS OF

MONTAVA METROPOLITAN DISTRICT NOS. 1-7

Held: Friday, August 21, 2020 at 1:00 p.m.

Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.

Attendance

The joint organizational meeting of the Boards of Directors of the Montava Metropolitan District Nos. 1-7, 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 Boards, were in attendance:

Max Moss

Lisa Moss

Emily Moss was absent and excused

Also present: Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel

Call to Order

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

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Conflict of Interest
Disclosures

Mr. White advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. White inquired into whether members of the Boards 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 Boards to act.

Resolution Declaring
Emergency Procedures and
Authorizing
Teleconferencing of Regular
and Special Meetings

Mr. White presented the Boards with the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing of Regular and Special Meetings for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Election of Officers

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Max Moss as President, Director Lisa Moss as Secretary/Treasurer, and Director Emily Moss as Assistant Secretary.

Agenda

Mr. White presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as amended.

Public Comment

None.

Administrative Matters

Discuss and Consider
Adoption of 2020 Joint
Annual Administrative
Resolution

Mr. White presented the Boards with the 2020 Joint Annual Administrative Resolution for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Consider Adoption of Joint
Public Records Request
Policy

Mr. White presented the Boards with the Joint Public Records Request Policy for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the policy.

Consider Adoption of Joint
Resolution Adopting the
Colorado Special District
Records Retention Schedule

Mr. White presented the Boards with the Joint Resolution Adopting the Colorado Special District Records Retention Schedule for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Consider Adoption of Joint
Resolution Adopting
Personal Data Privacy
Policy

Mr. White presented the Boards with the Joint Resolution Adopting Personal Data Privacy Policy for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Consider Approval of Joint Resolution Concerning Authorization for Approval of Contracts and Payment of Claims

Mr. White presented the Boards with the Joint Resolution Concerning Authorization for Approval of Contracts and Payment of Claims for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Consider Adoption of Joint Resolution Establishing and Electronic Signature Policy

Mr. White presented the Boards with the Joint Resolution Establishing and Electronic Signature Policy for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Consider Ratification of Adoption of Resolution Calling May 2020 Election

Mr. White presented the Boards with the Joint Resolution Calling May 2020 Election for ratification. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the resolution.

Insurance & Liability

Discuss Director Liability Issues and Memorandum

Mr. White presented the memorandum re director liability to the Boards and discussed with the Boards their duties and responsibilities as directors. Mr. White also advised the Boards regarding potential sources of liability as directors and protections against liability available to the Districts. No action required by the Boards at this time.

Consider Adoption of Joint Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts

Mr. White presented the Boards with the Joint Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Discuss Insurance Requirements (public official's liability, general liability, workers' compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special District Association

The Boards engaged in a discussion regarding insurance requirements and coverage options. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution Approving the IGA with the Colorado Special Districts Property and Liability Pool and authorized a membership with the Special District Association.

Consider Approval of

Mr. White presented the Boards with the Agency Services

Agency Services Agreement with T. Charles Wilson Insurance Services

Agreement with T. Charles Wilson for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement.

Discuss Workers' Compensation Coverage and Consider Authorizing Filing of Exclusion of Uncompensated Public Officials form for 2020 Policy Period

The Boards engaged in a discussion regarding workers' compensation coverage. Following discussion, the Boards determined not to obtain workers' compensation coverage at this time and directed legal counsel to file the appropriate documents to exclude from it.

Consider Approval of Property and Liability Insurance Limits and Deductibles

The Boards engaged in a discussion regarding property and liability coverage for 2020. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved liability coverage for 2020 and instructed legal counsel to bind the insurance.

Engagement of Consultants

Consider Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services

Mr. White presented the Boards with the Engagement Letters from White Bear Ankele Tanaka & Waldron for Legal Services. Mr. White stated that as he is not independent as to the engagement, and that the Boards are advised to have separate legal counsel review the engagement letter. The Boards declined to engage separate legal counsel to review the letter. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement.

Discussion re Accounting Services

Mr. White discussed with the Boards the engagement of a district accountant. Following discussion, the Boards determined to defer engagement of an accountant until the Districts have more financial activity.

Discussion re Financial Advisor Services

Mr. White discussed with the Boards the engagement of an external financial advisor. Following discussion, the Boards determined to defer engagement of an external financial advisor.

Financial Matters

Conduct Public Hearing on 2020 Budgets

Director M. Moss opened the public hearing on the proposed 2020 Budgets. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearings were closed.

Consider Approval of Resolution Adopting the

Mr. White reviewed the proposed 2020 Budgets with the Boards. Following discussion, upon a motion duly made and seconded,

2020 Budget

the Boards unanimously adopted the resolutions adopting the 2020 Budgets.

Consider Approval of Execution of (1) Form SS-4 Application for Federal Employer Identification Number; (2) Application for Colorado Sales Tax Exemption Number; and (3) Application for Assignment of PDPA Number

Mr. White presented the Boards with the applications for Federal Employer Identification Numbers, Colorado Sales Tax Exemption numbers, and PDPA numbers for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the applications and instructed legal counsel to file appropriately.

Discuss and Consider Establishment of Bank Accounts and Authorize Signers on the Accounts

The Boards engaged in a discussion regarding the establishment of District bank accounts and authorizing signers for the same. Following discussion, the Boards deferred opening a bank account until there is more financial activity through the Districts.

Legal Matters

Consider Approval of Form of Funding and Reimbursement Agreement (Operations) with HF2M, Inc.

Mr. White presented the Board of District No. 1 with the Form of Funding and Reimbursement Agreement (Operations) with HF2M, Inc. for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Adoption of Resolutions Declaring Inactive Status

Mr. White discussed with the Boards the opportunity to declare inactive status until the Districts are needed. Mr. Moss indicated that agreements between the Districts and City may be needed over the coming months and it was determined to keep the District on active status for the time being.

Other Business

None.

Adjournment

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

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

Lisa Moss
Lisa Moss (Dec 14, 2020 20:49 MST)

Secretary for the Meeting