

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

ESTANCIA METROPOLITAN DISTRICT

Held: August 3, 2020, at 1:00 A.M.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Harvey Alpert
Rodney Alpert
Kevin T.K. Sullivan
Jason Dassinger

Also present were: Jennifer Gruber Tanaka, Esq., and Heather L. Hartung, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Ashley Frisbie, White Bear Ankele Tanaka & Waldron, District Manager; John Simmons, Simmons & Wheeler, P.C., District Accountant.

ADMINISTRATIVE MATTERS

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Frisbie noted that a quorum for the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with 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. Tanaka noted that a quorum was present and 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Frisbie presented the Board with the proposed agenda for the meeting. Upon motion of Mr. Dassinger, seconded by Mr. Sullivan, the Board unanimously approved the agenda as presented.

Excusal of Absence

The Board noted the absence of Ms. Bransfield. Upon motion of Mr. Dassinger, seconded by Mr. Sullivan, the Board unanimously excused their absences.

DIRECTOR MATTERS

Election of Officers

Ms. Frisbie noted that, due to the election, the Board needs to elect the officers of the Board. Upon motion of Mr. Dassinger, seconded by Mr. Sullivan, the Board unanimously voted to keep the same slate of officers as are currently in place.

PUBLIC COMMENT

None.

CONSENT AGENDA

Upon motion of Mr. R. Alpert, seconded by Mr. Dassinger, the Board unanimously took the following actions:

- a. Approved the Minutes from November 19, 2019 Special Meeting Ratification of Resolution No. 2020-04-01: Establishing an Electronic Signature Policy
- b. Adopted Resolution No. 2020-08-01: Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings
- c. Adopted Resolution No. 2020-08-02: Resolution Adopting Public Records Policy
- d. Ratified the Termination of Summit Management & Consulting, LLC for District Management
- e. Ratified the Approval of the First Addendum to Engagement Letter with WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, for General Counsel and Management Services

COVENANT ENFORCEMENT AND COLLECTIONS MATTERS

Approval of an Amendment to the Community Design Standards

Ms. Frisbie reviewed with the Board the amendment to the community design standards.

Upon motion of Mr. Dassinger, seconded by Mr. R. Alpert, the Board unanimously approved the amendment.

DISTRICT MANAGER MATTERS

Update Regarding Transition of Management Services

Ms. Frisbie provided an update regarding the status of the transition of management services. The Board discussed the status of the payment of claims and tracking of the same. The Board requested that Mr. Simmons and Ms. Frisbie provide proposals regarding these services for the Board to review.

OTHER BUSINESS

Next Meeting Date

The next regular meeting is scheduled for October 14, 2020, at 1:00 P.M.

ADJOURNMENT

There being no further business to be conducted, the meeting was adjourned.

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

Kevin T.K. Sullivan

Secretary for the Meeting