

## RECORD OF PROCEEDINGS

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**MINUTES OF A COMBINED SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
SHORES ON PLUM CREEK METROPOLITAN  
DISTRICT NOS. 1 - 8 & 10  
(THE “DISTRICTS”)  
HELD  
NOVEMBER 16, 2022**

A combined special meeting of the Boards of Directors of The Shores on Plum Creek Metropolitan District Nos. 1-8 & 10 (referred to hereafter as the “Boards”) was convened on November 16, 2022 at 9:00 a.m. This meeting was held via Microsoft Teams and open to the public.

### ATTENDANCE

**Directors In Attendance for District Nos. 1-8 & 10 Were:**

Jon P. File, President

Glenda S. File, Secretary/Treasurer

Justine P. Ozburn, Vice-President/Assistant Secretary/Assistant Treasurer

Directors Joelle File and Janae File were absent and excused.

**Also, In Attendance Were:**

Lisa A. Johnson, Alexander Clem, Alisha Williams and Carrie Bartow;  
CliftonLarsonAllen LLP

David O’Leary; Spencer Fane

Bruce Nickerson; Nickerson Company

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** The Board called the meeting to order at 9:03 a.m. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards excused the absences of Directors Joelle File and Janae File.

**Disclosures of Potential Conflicts of Interest:** The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Boards’ members prior to this meeting in accordance with statute. It was noted by Attorney O’Leary that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors, and no additional conflicts were disclosed at the meeting.

**Quorum, Location of Meeting and Posting of Meeting Notices:** A quorum of the Boards was confirmed. The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the

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Boards meeting. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by any interested person have been received.

**Public Comment:** There were no public comments.

**Minutes from the December 10, 2021 Special Board Meeting:** Following review, upon a motion duly made by Director J. File, seconded by G. File and, upon vote, unanimously carried, the Boards approved the minutes from the December 10, 2021 special Board meeting.

**Resolutions Regarding 2023 Annual Administrative Matters:** Attorney O’Leary reviewed the resolutions with the Boards. Following discussion, upon a motion duly made by Director J. File, seconded by G. File and, upon vote, unanimously carried and, upon vote, unanimously carried, the Boards adopted the Resolutions Regarding 2023 Annual Administrative Matters.

### FINANCIAL MATTERS

**Payment of Claims in the amount of \$746,306.04:** Ms. Bartow presented the claims to the Boards. Following discussion, upon a motion duly made by Director J. File, seconded by G. File and, upon vote, unanimously carried, the Boards approved and/or ratified approval of payment of claims in the amount of \$746,306.04.

**September 30, 2022 Financial Statements and Schedule of Cash Position:** Ms. Bartow reviewed the financial statements and Schedule of Cash Position with the Boards. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards accepted the September 30, 2022 Financial Statements and Schedule of Cash Position, as presented.

**2021 Audits for District Nos. 1, 4 and 8:** Ms. Bartow presented the 2021 Audits for District Nos. 1, 4, and 8. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards ratified acceptance of the 2021 Audits.

**2021 Audit Exemptions for District Nos. 2, 3, 5, 6, 7 and 10:** Ms. Bartow reviewed the 2021 Audit Exemptions with the Boards. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards ratified approval and filing of the 2021 Audit Exemptions.

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**Public Hearing to Consider Amendment of the 2022 Budgets:** The Boards opened the public hearing to consider the amendment of the 2022 Budgets at 9:13 a.m.

It was noted that Notice stating that the Boards would consider amendment of the 2022 budgets and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 9:14 a.m.

Ms. Bartow noted an amendment to the 2022 Budgets was not needed.

**Public Hearing on the Proposed 2023 Budgets and Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and to Set Mill Levies:** The Boards opened the public hearing to consider the proposed 2023 Budgets at 9:14 a.m.

It was noted that Notice stating that the Boards would consider adoption of the 2023 budgets and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 9:15 a.m.

Ms. Bartow reviewed the 2023 Budgets with the Boards. Following discussion, upon motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards approved the 2023 Budgets and adopted the Resolution to Adopt the 2023 Budgets and Appropriate Sums of Money and to Set Mill Levies, as presented and subject to final assessed valuation received from the County.

**DLG-70 Mill Levy Certification Forms:** Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards authorized the District Accountant to prepare the DLG-70 Mill Levy Certification Forms for certification to the Board of County Commissioners and other interested parties.

**Board Member to Sign the DLG-70 Certifications of Tax Levies:** Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Board appointed Ms. Bartow to sign the DLG-70 Certifications of Tax Levies.

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**Wipfli 2022 Audit Engagement Letters for District Nos. 1, 4 and 8:** Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Board engaged Wipfli to prepare the 2021 audit.

**District Accountant to Prepare 2022 Audit Exemptions for Districts:** Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare 2022 Audit Exemptions.

### LEGAL MATTERS

**Resolutions Calling a Regular Election for Directors on May 2, 2023, DEO and DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election:** Attorney O’Leary reviewed the May 2, 2023 election with the Boards. Following discussion, upon motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards adopted the Resolutions Calling a Regular Election for Directors on May 2, 2023, appointed Spencer Fane as the Designated Election Official (“DEO”) and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

**Resolutions Provided for Directors’ Exclusion from Worker Compensation Coverage:** Attorney O’Leary presented the Resolution to the Boards. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards adopted the Resolution Provided for Directors’ Exclusion from Worker compensation Coverage.

**Other:** None.

### MANAGER MATTERS

**CliftonLarsonAllen LLP Statements of Work:** Ms. Johnson reviewed the Statements of Work with the Boards. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards approved the CliftonLarsonAllen LLP Statements of Work for 2023.

**Annual Engagement of District Consultants:** The Boards reviewed the consultants for the Districts, noting there are no new contracts. Following discussion, upon a motion duly made by Director J. File, seconded by Director G. File and, upon vote, unanimously carried, the Boards approved extending the current contracts with Spencer Fane LLP, Hurst & Associates, Nickerson Company and Moses, Wittemyer, Harrison and Woodruff, P.C. for 2023.

**Other:** None.

### OTHER BUSINESS

None.

### ADJOURNMENT


There being no further business to come before the Boards at this time, upon a

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motion duly made by Director Ozbun, seconded by Director G. File and, upon vote, unanimously carried, the Boards adjourned the meeting at 9:47 a.m.

Respectfully submitted,

By  4ADB4E462A544CC  
Secretary for the Meeting