

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS COMMUNITY AUTHORITY HELD SEPTEMBER 26, 2022

A Regular Meeting of the Board of Directors of the Loretto Heights Community Authority (referred to hereafter as "Board") was convened on Monday, September 26, 2022, at 2:00 p.m. The Authority Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Andrew R. Klein, representing Loretto Heights MD No. 2
Otis C. Moore, III, representing Loretto Heights MD No. 4
Paige Langley; representing Loretto Heights MD No. 3

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the absence of Director Mark J. Witkiewicz was excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Jon Hoistad, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute.

Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

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ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the Authority's Regular Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Agenda was approved, as presented.

Meeting Location/Manner and Posting of Meeting Notice: 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. The Board determined that the meeting would be held via video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the Authority's Service Area.

Minutes: The Board reviewed the minutes of the July 25, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the minutes of the July 25, 2022 Regular Meeting were approved.

TownCloud Subscription Agreement for Creation of Website: The Board discussed the Subscription Agreement from TownCloud for creation of a website and termination of Archipelago Agreement.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Subscription Agreement from TownCloud for creation of a website and terminated the Archipelago Agreement.

PUBLIC COMMENT

There were no public comments.

FINANCIAL MATTERS

Unaudited Financial Statements: The Board discussed the unaudited financial statements for the period ending June 30, 2022 and the Schedule of Cash Position for the period ending June 30, 2022, updated as of August 20, 2022.

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Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the Board approved the unaudited financial statements for the period ending June 30, 2022 and the Schedule of Cash Position for the period ending June 30, 2022, updated as of August 20, 2022.

CAPITAL/ CONSTRUCTION/ MATTERS

Engineer's Report and Verification of Costs Associated with Public Improvements Report: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 7 ("Report No. 7"), dated September 19, 2022, prepared by Schedio Group LLC, for the amount of \$328,976.65.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the Board approved Report No. 7, dated September 19, 2022, prepared by Schedio Group LLC, for the amount of \$328,976.65.

Verified Public Improvement Costs Pursuant to Report No. 7: The Board discussed the verified public improvement costs pursuant to Report No. 7.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the Board approved the verified public improvement costs pursuant to Report No. 7.

Reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC: The Board discussed the reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No. 1 and ACM Loretto VI LLC, pursuant to Report No. 7.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the Board acknowledged the reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No. 1 and ACM Loretto VI LLC, pursuant to Report No. 7.

Requisition under the Loretto Heights Community Authority's Special Revenue Bonds, Series 2021(3): The Board discussed Requisition No. 50 for \$162,728.73 and No. 51 for \$331,728.10 under the Loretto Heights Community Authority's Special Revenue Bonds, Series 2021⁽³⁾.

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Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the Board approved Requisition No. 50 for \$162,728.73 and No. 51 for \$331,728.10 under the Loretto Heights Community Authority's Special Revenue Bonds, Series 2021⁽³⁾.

LEGAL MATTERS

Amendment to Payment in Lieu of Taxes: The Board discussed the amendment to the payment in lieu of taxes and acknowledge the bondholder consent thereto.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the Board approved the amendment to the payment in lieu of taxes and acknowledged the bondholder consent thereto.

Resolution No. 2022-09-01 acknowledging and adopting the Declaration of Covenants, Community Improvements, and Community Landscaping: The Board deferred discussion at this time.

Resolution No. 2022-09-02 acknowledging and adopting the Protective Covenants and Easements of Loretto Heights: The Board deferred discussion at this time.

OTHER BUSINESS

There were no other matters to discuss at this time.

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting