

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS COMMUNITY AUTHORITY HELD NOVEMBER 28, 2022

A Regular Meeting of the Board of Directors of the Loretto Heights Community Authority (referred to hereafter as "Board") was convened on Monday, November 28, 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:

Mark J. Witkiewicz, representing Loretto Heights MD No. 1
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 Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absence of Director Andrew R. Klein was excused.

Also In Attendance Were:

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

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

Lindsey 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 Witkiewicz, seconded by Director Moore 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 October 24, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the minutes of the October 24, 2022 Regular Meeting were approved.

Resolution No. 2022-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: The Board discussed the business to be conducted in 2023 and the location and manner of board meetings.

Following discussion, the Board determined to meet on the 4th Monday of each month at 2:00 p.m. via Zoom, and upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

PUBLIC COMMENT

There were no public comments.

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FINANCIAL MATTERS

Unaudited Financial Statements: Ms. Ross reviewed with the Board the unaudited financial statements for the period ending September 30, 2022.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2022, as presented.

Application for 2022 Audit Exemption: The Board considered the appointment of CliftonLarsonAllen LLP to prepare the 2022 Application for Exemption from Audit.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Board appointed CliftonLarsonAllen LLP to prepare the 2022 application for exemption from Audit or to perform the 2022 Audit, not to exceed \$6,000.

Public Hearing on Amendment to 2022 Budget: The President opened the public hearing to consider a Resolution to Amend the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the Authority's Service Area. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, it was noted that a 2022 Budget Amendment was not necessary.

Public Hearing on 2023 Budget: The President opened the Public Hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and location of the Public Hearing was made in a newspaper having general circulation within the Authority's Service Area. No written objections were received prior to the Public Hearing. No public comments were received, and the Public Hearing was closed.

Ms. Ross reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2022-11-

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02 to Adopt the 2023 Budget and Appropriate Sums of Money. Upon motion duly made by Director Moore, seconded by Director Langley and, upon vote, unanimously carried, the Resolution was adopted, as discussed, and execution of the Certification of Budget was authorized. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Preparation of 2024 Budget: The Board considered the appointment of CliftonLarsonAllen LLP to prepare the 2024 Budget.

Following discussion, upon motion duly made by Director Moore, seconded by Director Langley and, upon vote, unanimously carried, the Board appointed CliftonLarsonAllen LLP to prepare the 2024 Budget.

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. 9 ("Report No. 9"), dated November 11, 2022, prepared by Schedio Group LLC, for the amount of \$49,454.48.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Langley, and upon vote, unanimously carried, the Board approved Report No. 9, dated November 11, 2022, prepared by Schedio Group LLC, for the amount of \$49,454.48.

Verified Public Improvement Costs Pursuant to Report No. 9: The Board discussed the verified public improvement costs pursuant to Report No. 9.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Langley, and upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 9.

Reimbursement by Loretto Heights Metropolitan District No. 1 to Hartman Ely Investments LLC: There was no reimbursement due to Hartman Ely Investments LLC pursuant to Report No. 9.

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. 9.

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Following review and discussion, upon motion duly made by Director Moore, seconded by Director Langley, 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. 9.

Requisition under the Loretto Heights Community Authority's Special Revenue Bonds, Series 2021(3): The Board discussed Requisition No. 52 for \$49,454.48 under the Loretto Heights Community Authority's Special Revenue Bonds, Series 2021⁽³⁾.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Langley, and upon vote, unanimously carried, the Board approved Requisition No. 52 for \$49,454.48 under the Loretto Heights Community Authority's Special Revenue Bonds, Series 2021⁽³⁾.

Statement of Work between the Authority and CliftonLarsonAllen LLP for 2023: The Board reviewed the statement of work between the Authority and CliftonLarsonAllen LLP for 2023.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board approved statements of work between the Authority and CliftonLarsonAllen LLP for 2023.

LEGAL MATTERS

Resolution No. 2022-11-03 Regarding Continuing Disclosure Policies and Procedures: Attorney Hoistad reviewed with the Board Resolution No. 2022-11-03 Regarding Continuing Disclosure Policies and Procedures.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Langley, and upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-03 Regarding Continuing Disclosure Policies and Procedures.

Resolution Acknowledging and Adopting the Declaration of Covenants, Community Improvements, and Community Landscaping: The Board deferred discussion at this time.

Resolution Acknowledging and Adopting the Protective Covenants and

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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 Moore, seconded by Director Langley and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting