

## **RECORD OF PROCEEDINGS**

### **MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF COPPERLEAF METROPOLITAN DISTRICT NO. 5**

Held: Tuesday, November 15, 2022, at 10:30 a.m. via  
Zoom video/telephone conference. The meeting  
was open to the public.

#### Attendance

A Regular Meeting of the Board of Directors of the  
Copperleaf Metropolitan District No. 5, County of  
Arapahoe, State of Colorado, was called and held as  
shown above and in accordance with the applicable  
statutes of the State of Colorado, with the following  
Directors present and acting:

Richard A. Frank, President  
Marc Cooper, Treasurer  
Daniel Frank, Assistant Secretary  
Eric R. "Rick" Miller, Assistant Secretary

Following discussion, and upon motion duly made by  
Director D. Frank, seconded by Director R. Frank, and  
upon vote unanimously carried, the Board excused the  
absence of Director Shawn J. Cooper.

#### Also present were:

Paula Williams, Esq. and Craig Sorensen; McGeady  
Becher P.C.  
Cathy Hamilton; Simmons & Wheeler, P.C.  
Tracy Brooks; Copperleaf MD Nos. 4 and 9

#### Disclosure of Potential Conflicts of Interest

The Board discussed the requirements of Colorado law  
to disclose any potential conflicts of interest or potential  
breaches of fiduciary duty of the Board of Directors to  
the Secretary of State. The members of the Board 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 Board members prior  
to this meeting in accordance with statute. It was noted  
by Mr. Sorensen that disclosures of potential conflicts of  
interest were filed with the Secretary of State for all  
directors, and no new conflicts of interest were disclosed  
at the meeting.

Quorum / Meeting Location / Posting of Notices	<p>Mr. Sorensen confirmed the presence of a quorum. 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.</p> <p>The Board determined that the meeting would take place via Zoom video/telephone conference. Mr. Sorensen reported that notice was duly posted on the website of the District, and that no objections to the meeting location or the video/telephonic manner of the meeting, or any requests that the meeting location or video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.</p>
Approval of Agenda	<p>The Board reviewed the agenda for the meeting. Following review and discussion, and upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board approved the agenda, as amended.</p>
Appointment of Officers	<p>Following discussion, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board appointed the following officers:</p> <ul style="list-style-type: none"> <li>• President: Marc Cooper</li> <li>• Treasurer: Eric R. “Rick” Miller</li> <li>• Secretary: Craig Sorensen</li> <li>• Assistant Secretary: Richard A. Frank</li> <li>• Assistant Secretary: Daniel Frank</li> <li>• Assistant Secretary: Shawn J. Cooper</li> </ul>
2023 Meeting Schedule / Meeting/Posting Resolution	<p>The Board discussed the regular meeting schedule for 2023. Following discussion, the Board determined that regular meetings for 2023 would be scheduled on Tuesday, July 11, 2023 and Tuesday, November 14, 2023 at 10:30 a.m., to be held virtually.</p> <p>Following review and discussion, and upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.</p>
Insurance Renewal / SDA Membership	<p>Mr. Sorensen informed the Board that renewal of the District’s liability and workers’ compensation insurance policies for 2023 are in process, and that the District’s</p>

membership in the Special District Association will be renewed in January 2023.

Following discussion, and upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board authorized the renewals.

#### Consent Agenda

Following review, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board approved, or ratified approval of (as appropriate) the Consent Agenda items, as follows:

- Approve minutes of the September 28, 2022 Special Meeting.

#### Unaudited Financial Statements

No financial statements were presented for the Board's review.

#### 2022 Audit Exemption Preparation

Following review and discussion, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the Application for Exemption from Audit for 2022.

#### 2022 Budget Amendment

Director M. Cooper opened the public hearing to consider a proposed amendment to the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Hamilton informed the Board that no amendment to the 2022 Budget was required.

#### 2023 Budget

Director M. Cooper opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public

hearing.

No public comments were received, and the public hearing was closed.

Ms. Hamilton reviewed with the Board the estimated 2022 expenditures and the proposed 2023 expenditures.

It was noted that the District would certify a mill levy of 55.000 mills in the General Fund.

Director D. Frank then moved (seconded by Director R. Frank) to adopt the 2023 Budget (with revisions discussed at the meeting), and the Board considered adoption of Resolution No. 2022-11-02 to Adopt the 2023 Budget and Resolution No. 2022-11-03 to Set Mill Levies. Following discussion, and upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. District Counsel was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Arapahoe County not later than December 15, 2022. District Counsel was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

DLG-70 Certification of Tax Levies

Following discussion, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form (“Certification”) and directed District Counsel to file the Certification with the Board of County Commissioners and other interested parties.

Preparation of 2024 Budget

Following discussion, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

May 2, 2023 Regular Directors’ Election (“Election”)

Mr. Sorensen discussed the Election with the Board. Following discussion, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-04 Calling a Regular Election for Directors on May 2, 2023, appointing Craig Sorensen of McGeady Becher P.C. as Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Section 32-1-809, C.R.S.  
Requirements (Transparency  
Notice)

Mr. Sorensen discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed District Counsel to post the transparency notice on the Special District Association website and the District website.

Other Business

There was no other business.

Adjournment

There being no further business coming before the Board, upon motion duly made by Director D. Frank, seconded by Director R. Frank, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on April 11, 2023.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

*Craig Sorensen*

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Secretary