

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF COPPERLEAF METROPOLITAN DISTRICT NO. 8

Held: Wednesday, September 28, 2022, at 9:30 a.m.,
via Zoom video/telephone conference. The
meeting was open to the public.

Attendance

A Special Meeting of the Board of Directors of the Copperleaf Metropolitan District No. 8, 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
Daniel Frank, Treasurer
Jonathan Alpert, 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 absences of Directors Eric R. “Rick” Miller and 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
Marc Cooper; Copperleaf MD Nos. 1, 3-7 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 be held by video/telephonic means, as permitted by statute. Mr. Sorensen reported that notice was duly posted on the District website, and that no 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 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 presented.</p>
Designation of 24-Hour Posting Location	<p>Following discussion, the Board designated the location for posting of 24-hour meeting notices as the District website. If the website is not available, physical notice will be posted on a stake within the 20’ x 80’ District boundaries, located east of Highway E-470 and west of the intersection of S. Gun Club Rd. and E. Bellevue Ave.</p>
May 3, 2022 Regular Directors’ Election (the “Election”)	<p>Mr. Sorensen informed the Board that the Election was cancelled, as permitted by statute, because there were not more candidates than seats available. He noted that Directors D. Frank and E. Miller were each deemed elected to new 3-year terms ending in May 2025.</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"> • President: Richard A. Frank • Treasurer: Daniel Frank • Assistant Secretary: Shawn J. Cooper • Assistant Secretary: Eric R. “Rick” Miller • Assistant Secretary: Jonathan Alpert • Secretary: Craig Sorensen

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 November 16, 2021 Special Meeting.
- Ratify approval, execution and filing of Application for Exemption from Audit for 2021.

2021 Budget Amendment

Director R. Frank opened the public hearing to consider a proposed amendment to the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider amendment of the 2021 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.

It was noted that no amendment to the 2021 Budget was required.

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 November 15, 2022.

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

Craig Sorensen

Secretary