

MINUTES OF A SPECIAL MEETING OF THE BOARD  
OF DIRECTORS OF JDV METROPOLITAN DISTRICT

Held: Wednesday, September 28, 2022 at 1:00 p.m.

*The meeting was held via teleconference.*

Attendance

The meeting referenced above was called and held in accordance with the applicable laws of the State of Colorado. The following directors were in attendance:

Gerald Roberts

Also present were: Heather L. Hartung, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Georgia Harland, Simmons & Wheeler, District Accountant; David Lee, Joby Roberts and Danielle Bisetti, director candidates.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present, and therefore called the meeting to order.

Director Disclosures

Ms. Hartung advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Hartung reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Hartung noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

The Board reviewed the proposed agenda for the meeting. After consideration, a motion was made to approve the agenda, as written.

## Director Matters

Consider Appointment of Qualified Individual and Administer Oath of Office

The Board considered the appointment of the following qualified individuals:

- David Lee;
- Joby Roberts; and
- Danielle Bisetti.

Upon a motion duly made, the Board unanimously approved the appointment of Mr. Lee, Ms. Roberts and Ms. Bisetti, and their Oaths were administered.

Election of Officers

The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made, the Board designated its Officers as follows:

- Gerald Roberts, President;
- David Lee, Vice President;
- Joby Roberts, Treasurer; and
- Dani Bisetti, Secretary.

Public Comment

None.

Consent Agenda

Ms. Hartung advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made, the following items on the consent agenda were unanimously approved, ratified and adopted:

- a. May 26, 2021 Special Meeting Minutes;
- b. December 13, 2021 Special Meeting Minutes;
- c. 2021 Annual Report; and
- d. 2021 Application for Exemption from Audit.

Insurance Matters

Discuss Recent Cancellation of General Liability Insurance and SDA Membership

Ms. Hartung and the Board discussed recent cancellation of both the District's General Liability Insurance Policy and its SDA Membership due to non-payment. Ms. Hartung will provide information on reinstatement of insurance and the SDA Membership at the District's regular meeting in November.

## Legal Matters

- Discuss 2022 Legislative Update Ms. Hartung reviewed the Overview of 2022 Legislation Affecting Special Districts, Municipalities, and Community Associations Memorandum with the Board.
- Discuss District Website Requirements and Options Ms. Hartung revisited the new statutory requirements for District websites effective January 1, 2023 and discussed with the Board the Heatherly Creative, LLC, proposal for website development. Following discussion, upon a motion duly made, the Board unanimously approved the engagement of Heatherly Creative.
- Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) The Board deferred consideration.
- Discuss Inactive Status for 2023 The Board engaged in a discussion regarding possible inactive status for the District in 2023. No action taken.

## Financial Matters

- Consider Approval of Payables/Financial Statements Ms. Harland presented the Board with a listing of claims paid as of August 31, 2022, totaling \$8548.62 and financial statements as of August 31, 2022 for consideration. Following review, upon a motion duly made, the Board unanimously approved the financial statements, as presented, and ratified approval of the claims paid. The Board also approved a Developer Advance to cover the payables on the balance sheet.
- Discuss Mill Levy Adjustments Ms. Harland engaged the Board in a discussion regarding a possible adjustment of the Operations and Maintenance Mill Levy. Ms. Harland explained that this type of adjustment would require a Service Plan Amendment, but adjusting the Debt Service Mill Levy would not due to the language within the Service Plan. Following discussion, the Board determined it would not move forward with a Service Plan Amendment to adjust the operating mill levy.

## Other Business

None.

## Adjourn

There being no further business to come before the Board and upon a motion duly made, seconded, and unanimously carried, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the

minutes of the above-referenced meeting.

*Dani Bisetti*  
Dani Bisetti (Nov 23, 2022 10:35 MST)

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Secretary for the Meeting

The foregoing minutes were approved on the 10<sup>th</sup> day of November 2022.