

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SECTION 14 METROPOLITAN DISTRICT HELD JUNE 22, 2020

A Special Meeting of the Board of Directors of the Section 14 Metropolitan District, Jefferson County and the City and County of Denver, Colorado was duly posted and held on Monday, the 22nd day of June, 2020, at 9:30 a.m. The meeting was open to the public.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

ATTENDANCE

Directors In Attendance Were:

Jay Perlmutter
Jonathan Perlmutter
Douglas C. Ernst
G. Darwin Toll, Jr.
Kenya Jenkins

Also In Attendance Were:

Ann Finn and Steve Beck; Special District Management Services, Inc.

MaryAnn M. McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Brad Gordan; Jordon Perlmutter & Co.

Dawn Schilling; Schilling & Company, Inc. (for a portion of the meeting)

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. Attorney McGeady noted that a quorum was present and requested members of the Board 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

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the Board members prior to this meeting in accordance with the statute. It was noted that Directors' Disclosure Statements have been filed for all Directors.

ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Toll, seconded by Director Jonathan Perlmutter 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 noted that due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

Ms. Finn reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

May 5, 2020 Election: Ms. Finn noted for the Board that the May 5, 2020 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. Directors Jay Perlmutter and Toll were deemed elected to 3-year terms ending in May, 2023.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the following officers were appointed:

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President	Jay Perlmutter
Treasurer	Jonathan Perlmutter
Secretary	Ann E. Finn
Assistant Secretary	Douglas C. Ernst
Assistant Secretary	G. Darwin Toll, Jr.
Assistant Secretary	Kenya Jenkins

Minutes: The Board reviewed the Minutes of the April 17, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Toll, seconded by Director Ernst and, upon vote, unanimously carried, the Board approved the Minutes of the April 17, 2020 Special Meeting.

2020 SDA Conference: Ms. Finn discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

PUBLIC COMMENTS

There were no public comments at this time.

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period ending April 20, 2020	Period ending May 20, 2020
General	\$ 14,180.76	\$ 38,668.83
Debt	\$ -0-	\$ -0-
Capital	\$ -0-	\$ 12,960.55
Total	\$ 14,180.76	\$ 51,629.38

Following review, upon motion duly made by Director Ernst, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims, as presented.

Unaudited Financial Statements: Mr. Beck reviewed with the Board the unaudited financial statements through the period ending May 31, 2020, and the schedule of cash position statement dated May 31, 2020.

Following review, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Board

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accepted the unaudited financial statements for the period ending May 31, 2020, and the schedule of cash position statement dated May 31, 2020 were accepted, as presented.

2019 Audit: Ms. Schilling reviewed the draft 2019 Audit with the Board.

Following review and discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Toll, and upon vote, unanimously carried, the Board approved the 2019 Audited Financial Statements and authorized the execution of the Representations Letter, subject to final review by Attorney and receipt of an unmodified opinion letter.

2021 Budget Preparation: The Board discussed the preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Ernst, seconded by Director Toll and, upon vote, unanimously carried, the Board ratified appointment of the District Accountant to prepare the 2021 Budget. The Board determined to hold the public hearing to consider adoption of the 2021 Budget on November 30, 2020, at 9:30 a.m., at the offices of Jordon Perlmutter & Company, 1601 Blake Street, Suite 600, Denver, Colorado 80217.

LEGAL MATTERS

Assignment of Commissioners Easement Deed by and between Chanson LLP and the District: Attorney Olson discussed with the Board the Assignment of Commissioners Easement Deed by and between Chanson LLP and the District for the District to assume maintenance and repair of the Chanson Plaza Storm Drainage Facility.

Following discussion, upon motion duly made by Director Toll, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board approved the Assignment of Commissioners Easement Deed by and between Chanson LLP and the District for the District to assume maintenance and repair of the Chanson Plaza Storm Drainage Facility, not including any obligations related to oil containment devices, if any, located outside of the Easement Premises.

CAPITAL PROJECTS

Chanson Plaza Storm Drainage Improvements (“Chanson Plaza Project”): Mr. Gordan reviewed with the Board the Alternative Analysis Report prepared by Matrix Design Group, Inc. (“Matrix”) for the Chanson Plaza.

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Public Bid for the Chanson Plaza Project: Following discussion, upon motion duly made by Director Toll, seconded by Director Jonathan Perlmutter and, upon vote, unanimously carried, the Board authorized its consultants to publicly bid the Chanson Plaza Project including Alternative 4/D (buried riprap with sheetpile) and Alternative 5/E (Flexamat).

Preparation of a Maintenance Manual for the Chanson Plaza Drainage Facility by Matrix: The Board deferred discussion.

Evaluation of Four (4) Additional Drainage Facilities: The Board discussed having an engineer evaluate four (4) additional storm drainage facilities adjacent to Chanson Plaza.

Following discussion, upon motion duly made by Director Toll, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board approved an addendum to the Service Agreement with Matrix to evaluate four (4) additional drainage facilities, for a not-to-exceed amount of \$3,000.

The Board further discussed having District Counsel research the ownership of and maintenance responsibilities for these facilities.

Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Jonathan Perlmutter and, upon vote, unanimously carried, the Board authorized District Counsel to research the ownership, as well as the entity responsible for maintenance of these facilities so that the District may decide whether it will assume responsibility for these facilities.

Evaluation of Storm Drainage Facility Adjacent to Land Owned by Concordia on the Lake LLLP: The Board discussed a storm drainage facility to the south of Chanson Plaza (not adjacent to Chanson Plaza) which appears to be located on land owned by Foothills Park & Recreation District (the bike/walking path runs over the drainage facility) and is adjacent to land owned by Concordia on the Lake LLLP.

Following discussion, upon motion made by Director Toll, seconded by Director Jay Perlmutter, and upon vote, unanimously carried, the Board directed staff to follow up with Matrix regarding the cost to evaluate the status of, repair (if needed), and on-going maintenance of the storm drainage facility and bike/walk pathway and appointed Director Jonathan Perlmutter to work with Mr. Brian Heinze and staff.

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The Board further discussed which entity is responsible for repair of this storm drainage facility.

Following discussion, upon motion made by Director Jay Perlmutter, seconded by Director Jonathan Perlmutter, and upon vote, unanimously carried, the Board District Counsel to research the entity responsible for repair and maintenance of this storm drainage facility.


OTHER MATTERS

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, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 
Secretary for the Meeting