

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
232 METROPOLITAN DISTRICT (THE "DISTRICT")
HELD
OCTOBER 18, 2022

A regular meeting of the Board of Directors of the 232 Metropolitan District (referred to hereafter as the "Board") was convened on Tuesday, October 18, 2022, at 2:30 p.m. This District Board meeting was held via video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Fred Orr, President
Owin Orr, Secretary

Director Knopinski was absent and excused.

Also, In Attendance Were:

Suzanne M. Meintzer, Esq. and Catherine Will; McGeady Becher P.C.
Michael Bakarich; The Morain Corporation, d/b/a Morain Bakarich, CPAs
("Morain Bakarich")
Mark Kennedy; Member of the Public

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 Attorney Meintzer that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Quorum/Confirmation of Meeting Location/Posting of Notice: Attorney Meintzer 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. Following discussion, and upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board determined to conduct this meeting via video/teleconference and encouraged public participation via video/teleconference. It was further noted that notice of the

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video/teleconference time and date was duly posted and that no objections to the video/teleconference or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved the Agenda.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District website as least 24 hours prior to each meeting.

Public Comment: There was no public comment.

May 3, 2022 Directors' Election: Attorney Meintzer advised the Board that the Designated Election Official cancelled the May 3, 2022 Directors' Election, as allowed under Colorado law, because there were not more candidates than positions available on the Board of Directors. Directors F. Orr, O. Orr, and Knopinski were each deemed elected to respective 3-year terms, ending May 6, 2025.

Appointment of Officers: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the following slate of officers was appointed for the District:

President:	Fred Orr
Treasurer:	Joe Knopinski
Assistant Secretary:	Owin Orr
Secretary:	Catherine Will (non-elected position)

Board Vacancies: The Board noted that there were no potential candidates for the Board at this time.

Minutes of October 19, 2021 Special Meeting: The Board reviewed the Minutes of the October 19, 2021 Special Meeting. Following review and discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved the Minutes.

Resolution No. 2022-10-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: The Board

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discussed the business to be conducted in 2023. Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board adopted Resolution No. 2022-10-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices and determined to hold a 2023 meeting on October 17, 2023, at 2:30 p.m., virtually via Zoom video/teleconference.

District Insurance: The Board approved renewing the District's general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed consultants to proceed accordingly. The Board further directed renewal of the District's Special District Association membership.

FINANCIAL MATTERS

Payment of Claims: Mr. Bakarich reviewed the payment of claims with the Board. Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board ratified and approved the payment of claims in the amount of \$57,098.86.

Unaudited Financial Statements and Cash Position: Mr. Bakarich reviewed with the Board the unaudited financial statements and cash position for the period ending September 30, 2022. Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board accepted the unaudited financial statements and cash position.

Public Hearing on Amendment to 2022 Budget: The Board opened the public hearing to consider an amendment to the 2022 Budget.

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.

It was noted that no amendment to the 2022 Budget was required.

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

It was noted that Notice stating that the Board would consider adoption of the 2023 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

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

The Board reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved the 2023 Budget, and considered adoption of Resolution No. 2022-10-02 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-10-03 to Set Mill Levies (50.000 mills in the General Fund for a total mill levy of 50.000 mills.) Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Weld County not later than December 15, 2022. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2024 Budget: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved the appointment of Morain Bakarich to prepare the District's 2024 Budget.

2021 Audit: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board ratified the engagement of Fiscal Focus Partners, LLC to prepare the District's 2021 Audit, and approved filing of the 2021 Audit, subject to final legal review.

Preparation of 2022 Audit: The Board discussed statutory requirements for a 2022 Audit. Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved the appointment of Fiscal Focus Partners, LLC to prepare the District's 2022 Audit.

Cost Certification Report No. 1 prepared by Marc, James and Associates, PC: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved Cost Certification Report No. 1 in the amount of \$57,972.38. It was noted that an

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additional \$10,000 was approved, pending submission of supporting documentation and certification of the amount.

Reimbursement of Certified Costs: Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board approved reimbursement with interest to Erie Exchange, LLC under the Facilities Funding and Acquisition Agreement between the District and Erie Exchange, LLC.

LEGAL MATTERS

Amended and Restated Service Plan: Attorney Meintzer provided an update to the Board regarding the status of the Amended and Restated Service Plan, noting that unanimous approval was granted by the Town of Erie on October 11, 2022.

Section 32-1-809, C.R.S. Requirements (Transparency Notice): Attorney Meintzer 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 special district transparency notice on the District's website and the Special District Association website.

Resolution No. 2022-10-04 Calling May 2, 2023 Election: The Board discussed the May 2, 2023 election. Following discussion, upon motion duly made by Director F. Orr, seconded by Director O. Orr, and upon vote unanimously carried, the Board adopted Resolution No. 2022-10-04 Calling a May 2, 2023 Directors' Election which appointed Catherine Will as the Designated Election Official and authorized her to perform all tasks required for the May 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election.


CAPITAL IMPROVEMENTS

Development / Construction Outlook: It was reported that there are development delays related to Erie sanitation planning.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By 
Secretary for the Meeting