

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

CONIFER METROPOLITAN DISTRICT

Held: July 29, 2020, at 1:00 P.M., via teleconference.

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 (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Mike Staheli (Receiver)

Also present were: Jennifer Gruber Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Alan Curtis, Esq., White-Jankowski, District Special Counsel for Water Matters; Christine McLeod, Haynie & Company, District Auditor.

ADMINISTRATIVE MATTERS

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for the Board was present and that the Order Appointing the Receiver to act on behalf of and as the Board remains in full force and effect.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors 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. Tanaka 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

Ms. Tanaka presented the Board with the proposed agenda for the meeting. Upon motion duly made by Mr. Staheli, the Board unanimously approved the agenda as amended.

PUBLIC COMMENT

CONSENT AGENDA

The Board was presented with the consent agenda items. Upon motion duly made by Mr. Staheli, the Board unanimously took the following actions:

- a. Approved the Minutes from November 19, 2019 Special Meeting
- b. Ratified the Adoption of Resolution No. 2020-04-01: Establishing an Electronic Signature Policy
- c. Adopted Resolution No. 2020-07-01: Declaring Emergency Procedures and Authorizing Teleconference for Regular and Special Meetings
- d. Accepted the Unaudited Financial Statements as of June 30, 2020
- e. Ratified the Engagement Letter with MMI Water Engineers for Engineering Consulting Services
- f. Ratification of Memorandum of Agreement with Foothills Housing I, LLC, dated March 6, 2020, for the purpose of assisting Foothills in securing water rights for the development with a cost reimbursement component to cover District costs.

FINANCIAL MATTERS

Acceptance of 2019 Audit and Approval of Client Representation Letter

Ms. McLeod presented the Board with the 2019 audit and reviewed the same with the Board. Ms. McLeod noted that the auditor is prepared to issue a clean, unmodified opinion, which is the highest opinion that can be issued.

Upon motion duly made by Mr. Staheli, the Board unanimously accepted the 2019 audit and approved the execution of the client representation letter. Ms. McLeod will file the audit with the State Auditor by the statutory deadline.

WATER AND WASTEWATER OPERATIONS MATTERS

Mr. Staheli reported that the operations are working smoothly. The demand for water and wastewater services are down slightly due to customers looking for efficiencies in services. On the other hand, COVID-19 safety requirements have caused some customers to increase water consumption slightly.

One restaurant tenant went out of business since the last meeting and another, Ebony & Vine, has moved in. The previous water customer had outstanding bills and ultimately went out of business. The outstanding fees were paid by the landlord to make the District whole.

RECEIVER MATTERS

Receivership Update

Mr. Staheli discussed the desire to get eligible electors on the Board. Mr. Staheli will work to find interested parties to serve on the Board.

LEGAL MATTERS

Intergovernmental Agreement Regarding Water Rights with Aspen Park Metropolitan District

Mr. Curtis provided an update on the status of the Intergovernmental Agreement Regarding Water Rights with Aspen Park Metropolitan District. Mr. Curtis noted the need to engage a water rights engineer to complete the process. He requested a proposal from Bishop-Brogden for these services for Mr. Staheli to consider. Mr. Curtis recommended that the Board approve the agreement and noted that, in his view, it is in the best interests of the District.

Upon motion of Mr. Staheli, the Board unanimously approved the Intergovernmental Agreement Regarding Water Rights with Aspen Park Metropolitan District, subject to legal finalization.

EXECUTIVE SESSION

None.

OTHER BUSINESS

Next Meeting Date

The next regular meeting is scheduled for November 17, 2020 at 1:00 P.M.

ADJOURNMENT

There being no further business to be conducted, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



Secretary for the Meeting






2020-11-17 Execution Packet (Conifer)

Final Audit Report

2020-11-18

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