

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
HORIZON METROPOLITAN DISTRICT NO. 5 (THE “DISTRICT”)
HELD
DECEMBER 7, 2021

A special meeting of the Board of Directors (referred to hereafter as the “Board”) of the District was convened on Tuesday, December 7, 2021, at 9:00 a.m. via Microsoft Teams The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Karen Voit, President
Lisa Garcia, Treasurer

Also, In Attendance Were:

Josh Miller, Shauna D’Amato, Stephanie Odewumi and Margaret Henderson;
CliftonLarsonAllen LLP
Megan Becher, Esq.; McGeady Becher P.C.
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: Attorney Becher called the meeting to order at 12:33 p.m. The Board reviewed the agenda for the special meeting. Following review, upon a motion duly made by Director Garcia, seconded by Director Voit and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Disclosures 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 Becher 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.

Resolution Returning District to Active Status and Authorize District Counsel to Take All Necessary Actions in Connection Therewith: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution Returning District to Active Status, as presented, and authorized District Counsel to take all necessary actions in connection therewith.

Quorum, Location of Meeting and Posting of Meeting Notice: A quorum was

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confirmed. 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 Voit, seconded by Director Garcia, and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefits to the control of the virus by limiting in-person contact, this meeting was conducted via Microsoft Teams, without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries were received.

Public Comment: There was no public comment.

Appointment of Officers: Following discussion, upon motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

President: Karen Voit
Secretary: Josh Miller
Assistant Secretary: Lisa Garcia

Minutes of the November 12, 2010 Special Meeting of the District: The Board reviewed the Minutes of the District's November 12, 2010 Special Meeting. Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board ratified the approval of the Minutes, as presented.

Master Service Agreement for Management and Accounting Services by and between the District and CliftonLarsonAllen LLP and related statement(s) of work: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board approved the Master Service Agreement for Management and Accounting Services by and between the District and CliftonLarsonAllen LLP and related statements of work, subject to final legal review.

Insurance requirements (public officials' liability, general liability, workers' compensation, comprehensive crime). Consider authorization for District staff to obtain proposals for insurance coverage through the Colorado Special Districts Property and Liability Pool and authorize membership in the Special District Association: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board authorized staff to obtain proposals for insurance coverage through the Colorado Special Districts Property and

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Liability Pool and authorized membership in the Special District Association.

Agency Services Agreement between the District and T. Charles Wilson Insurance Service: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board approved the Agency Services Agreement between the District and T. Charles Wilson Insurance Service, as presented.

Business to be conducted in 2022 and of meetings. Schedule regular meeting dates and consider adoption of Resolution Establishing Regular Meeting Dates, Time, and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices: This item was deferred to the January meeting.

Discuss creation of District website(s) and authorize District Manager to coordinate website hosting with Wix: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board authorized the District Manager to add the District's information to the Horizon Metropolitan District Nos. 1-3 website.

Section 32-1-809, C.R.S. reporting requirements (Transparency Notice) and mode of eligible elector notification: Following discussion, the Board directed staff to post the District Transparency Notice on the SDA website once insurance coverage is in place.

FINANCIAL MATTERS

Preparation, Execution and Filing of the 2010 Application for Exemption from Audit for the District: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board ratified the approval of the preparation, execution and filing of the 2010 Application for Exemption from Audit for the District.

District Accountant to Prepare and File 2021 Application for Exemption from Audit for the District: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board appointed the District accountant to prepare and file the 2021 Application for Exemption from Audit for the District.

District Accountant to Prepare the 2021 and 2022 Budgets for the District: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board ratified the appointment of the District accountant to prepare the 2021 and 2022 Budgets for the District.

Public Hearing on the Proposed 2021 Budget and Consider Adoption of Resolution to Adopt the 2021 Budget and to Appropriate Sums of Money:

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Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing at 12:49 p.m. No public comments were received, and the public hearing was closed. Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing at 12:50 p.m. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution to Adopt the 2021 Budget and to Appropriate Sums of Money, as presented.

Public Hearing on the Proposed 2022 Budget and Consider Adoption of Resolution to Adopt the 2022 Budget and to Appropriate Sums of Money and Resolution to Set Mill Levies: Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing at 12:49 p.m. No public comments were received, and the public hearing was closed. Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing at 12:50 p.m. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution to Adopt the 2022 Budget and to Appropriate Sums of Money, and adopted the Resolution to Set Mill Levies, as presented.

District Accountant to Prepare and Sign the DLG-70 Certification of Tax Levies Form for Certification to the Board of County Commissioners and Other Interested Parties: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board authorized the District accountant to prepare and sign the DLG-70 Certification of Tax Levies Form for certification to the Board of County Commissioners and other interested parties.

Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan, If Necessary: This item was deferred.

District Accountant to Prepare 2023 Budget: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board appointed the District accountant to prepare the 2023 Budget.

LEGAL MATTERS

Resolution Calling May 2012, 2014, 2016, 2018 and 2020 Elections: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board ratified the approval of the Resolution Calling May 2012, 2014, 2016, 2018 and 2020 Elections, as presented.

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Resolution Regarding Colorado Open Records Act Requests: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution Regarding Colorado Open Records Act Requests, as presented.

Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Records Retention Schedule: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Records Retention Schedule, as presented.

Update to McGeady Becher P.C. Records Retention Policy: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board acknowledged the update to the McGeady Becher P.C. Records Retention Policy.

Public Hearing to consider the inclusion of approximately 0.450 acres of property owned by LendLease Horizon LLC into the District boundaries.

Consider adoption of Resolution for Inclusion of Real Property: Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing. No public comments were received, and the public hearing was closed. Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution for Inclusion of Real Property, as presented.

Public Hearing to consider the exclusion of approximately 0.556 acres of property owned by LendLease Horizon LLC from the District boundaries.

Consider adoption of Resolution for Exclusion of Real Property: Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing. No public comments were received, and the public hearing was closed. Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board opened the public hearing. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution for Exclusion of Real Property, as presented.

Amendment to Facilities Funding, Construction and Operation Agreement by and among the District and Horizon Metropolitan District Nos. 1, 2, and 3: This item was deferred.

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Proposed 2022 Bond Issuance: This item was deferred.

Matters related to transition of District General Counsel. Consider approval of Engagement Letter by and among the District, Horizon Metropolitan District Nos. 1, 2 and 3, District No. 4, District No. 6, District No. 7, District No. 8, District No. 9, District No. 10, and Icenogle Seaver Pogue: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board approved the Engagement Letter by and among the District, Horizon Metropolitan District Nos. 1, 2 and 3, District No. 4, District No. 6, District No. 7, District No. 8, District No. 9, District No. 10, and Icenogle Seaver Pogue, as presented.

Resolution Calling May 3, 2022 Election for Directors, appointing Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of mail ballot elections: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adopted the Resolution Calling May 3, 2022 Election for Directors, appointing Designated Election Official and authorizing the DEO to perform all tasks required for the conduct of mail ballot elections, as presented.

OTHER BUSINESS

Status of Development and Plans for 2022: No update was provided.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board adjourned the meeting at 1:18 p.m.

Respectfully submitted,



Secretary for the Meeting