

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

SOLITUDE METROPOLITAN DISTRICT

Held: Thursday, December 9, 2021, at 2:00 P.M., via
Dial-In Number: 425-535-9510; Access Code: 505-132-
805.

Attendance:

The special meeting of the Board of Directors of the Solitude Metropolitan District was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

Thomas E. Whyte, Treasurer

Also present were: Patricia Ondrish, Bob Jornayvaz, Scot Wetzell, Mark Connor, and Andrew Wolf; and Karlie R. Ogden, Icenogle Seaver Pogue, P.C.

Call to Order/Declaration of
Quorum:

Director Whyte noted that a quorum of the Board was present and therefore called the special meeting of the Board of Directors of the Solitude Metropolitan District to order.

Directors Matters/Disclosure
Matters:

Ms. Ogden advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required by Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Mr. Whyte disclosed his interest as owner of property located in the District and his affiliation with Koelbel and Company and Cherokee Koelbel, LLC, which owns property within the District. These disclosures are associated with approval of items on the agenda that may affect his interests.

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Consider Appointments to
Vacancies:

Ms. Ogden advised that written disclosure statements from each Board member were filed with the Secretary of State prior to the meeting.

Ms. Ogden advised the Board that there are currently four vacancies on the Board of Directors of the District. Ms. Ogden further reported that notice of the vacancies was published in the *Douglas County News-Press* on Thursday, November 25, 2021 in accordance with statutory requirements and direction of the Board. Ms. Ogden further reported that no qualified eligible electors of the District filed a letter of interest within ten days of the date of the publication advising that they wished to be considered to fill a vacancy. Ms. Ogden reported that Ms. Ondrish and Messrs. Jornayvaz, Wetzel and Connor were thereafter qualified as eligible electors of the District and that Ms. Ogden's office has verified that all applicants are eligible electors of the District and may be appointed to the Board. After review and discussion, and upon motion of Director Whyte and unanimous vote the Board appointed Ms. Ondrish and Messrs. Jornayvaz, Wetzel and Connor to fill vacancies on the Board.

Approval of/Additions To/
Deletions From the Agenda:

Ms. Ogden noted that oaths of office would be transmitted to the incoming Directors for execution prior to being filed in accordance with statutory requirements at which time the directors will enter into office.

After review and discussion, and upon motion by Director Whyte and unanimous vote, the Board of Directors approved the agenda as presented.

Approval of Minutes -
November 24, 2020 Regular
Meeting:

After review and discussion, and upon motion by Director Whyte and unanimous vote, the Board of Directors approved the minutes of its November 24, 2020 regular meeting.

Legal Matters -
Election of Officers:

After review and discussion, and upon motion by Director Whyte and unanimous vote, and unanimous vote, the Board of Directors approved the election of the following officers to the Board of Directors:

President/Secretary: Mark D. Connor

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Treasurer:

Patricia A. Ondrish

Annual Resolution:

Regular Meeting Date/
Location:

This item was tabled.

Election Resolution:

This item was tabled.

2021 Legislative Report:

Ms. Ogden presented to and reviewed with the Board a memorandum regarding 2021 Legislation.

Website Compliance:

Ms. Ogden presented to and reviewed with the Board a memorandum regarding website compliance.

Financial Matters -

Public Hearing on Proposed
2022 Budget:

After review and discussion, and upon motion by Director Whyte and unanimous vote, the Board of Directors opened a public hearing on the proposed 2022 budget consistent with published notice. There appearing no member of the public wishing to speak on the budget, upon motion by Director Whyte and unanimous vote, the Board of Directors closed the public hearing.

Resolution Approving
Proposed 2022 Budget,
Certification of Mill Levy,
and Appropriate Sums of
Money:

Ms. Ogden presented to the Board of Directors a Resolution for approval and adoption of the 2022 budget, appropriating funds therefore and certification of a mill levy thereunder. After review and discussion, and upon motion by Director Whyte and unanimous vote, the Board of Directors approved the resolution adopting the 2022 budget and appropriating the funds to the approved budget and certifying the mill levies as provided in the budget.

2020 Audit:

Director Whyte presented to the Board the 2020 audit, following which Director Whyte moved and unanimously ratified filing of the 2020 audit.

Engagement of 2021 Auditor:

Ms. Ogden reviewed with the Board that L. Paul Goedecke, PC, the previous auditor of the District, has retired and advised the District to solicit proposals for the 2021 Audit.

Other Business:

None.

Adjournment:

There being no further business to come before the Board,

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and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

DocuSigned by:

Mark Connor

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Secretary