

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
GSF METROPOLITAN DISTRICT NOS. 1-2
(THE "DISTRICTS")
HELD
NOVEMBER 2, 2022

A special meeting of the Boards of Directors of the GSF Metropolitan District Nos. 1-2 (referred to hereafter as the "**Boards**") was convened on Wednesday, November 2, 2022, at 9:30 a.m. this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Jeffery Finn, President
Delroy Johnson, Treasurer/Secretary
Timothy Seibert, Assistant Secretary
David Jenkins, Assistant Secretary
Christopher Jenkins, Assistant Secretary

Also, In Attendance Were:

Kristi Rader, Whitley Crow and Robert Huls; Nor'Wood Development Group
Russell Dykstra, Esq.; SpencerFane, LLP
Josh Miller, Krista Baptist, Carrie Bartow and Mallorie Hansen;
CliftonLarsonAllen, LLP ("CLA")

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Upon a motion duly made by Director Johnson, Seconded by Director Seibert and, upon vote, unanimously carried, the Boards called the meeting to order at 10:07 a.m.

Following discussion, upon a motion duly made by Director Johnson, seconded by Director Seibert and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

Disclosures of Potential Conflicts of Interest: Attorney Dykstra discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements had been filed for each of the Directors with the Secretary of State at least three days prior to the meeting. In addition, Attorney Dykstra noted that each director is to verbally reveal his/her potential conflicts of interest to the Boards prior to beginning the discussion in which a conflict may arise.

Public Comment: None

Minutes from the December 8, 2021 Special Boards Meeting: Following review, upon a motion duly made by Director Seibert, seconded by Director

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Johnson and, upon vote, unanimously carried, the Boards approved the minutes from the December 8, 2021 special Boards meeting, as presented.

Results of the May 3, 2022 Regular Director Election: The Boards discussed the May 3, 2022 Regular Director Election results. No action was taken.

Oaths of Directors: Attorney Dykstra confirmed that the Oaths of Directors were filed.

Consider Appointment of Officers: Following discussion, the Board appointed the following slate of Officers:

President: Jeffery Finn
Secretary/Treasurer: Delroy Johnson
Assistant Secretary: Timothy Seibert
Assistant Secretary: David Jenkins
Assistant Secretary: Christopher Jenkins

Resolutions Regarding 2023 Annual Administrative Matters: Following review, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Boards adopted the Resolutions Regarding 2023 Annual Administrative Matters.

2023 Insurance Renewal. Documents Needed to Obtain Insurance Coverage through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management and Membership in the Special District Association: Following review, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Boards approved the renewal of the Districts' insurance for 2023 and authorized membership in the Special District Association for 2023.

Other: None

FINANCIAL MATTERS

September 30, 2022 Unaudited Financial Statements and Schedule of Cash Position for District No. 1: Following review, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the District No. 1 Board accepted the September 30, 2022 Unaudited Financial Statements and the Schedule of Cash Position.

Developer Advance Summary: No action was taken by the Boards.

Public Hearing to Consider Amendment of the 2022 Budget. Resolutions to Amend the 2022 Budgets: An amendment to the 2022 budget was not needed.

Public Hearing on the Proposed 2023 Budgets and Resolutions to Adopt the 2023 Budget and Appropriate Sums of Money and to Set Mill Levies: Director Seibert opened the public hearing on the proposed 2023 Budgets.

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It was noted that publication of Notice stating that the Boards would consider the proposed 2023 Budgets and the date, time and place of the public hearing was made in a newspaper having general circulation within the Districts. No written objections were received prior to the public hearing

No public comments were received. Director Seibert closed the public hearing.

Following review, upon a motion duly made by Director D. Jenkins, seconded by Director C. Jenkins and, upon vote, unanimously carried, the Boards adopted the Resolutions to Adopt the 2023 Budgets and Appropriate Sums of Money and to Set Mill Levies.

District Accountant to Prepare the DLG-70 Certification of Tax Levies Form for Certifications to the Board of County Commissioners and Other Interested Parties: Following review, upon a motion duly made by Director Seibert, seconded by Director Finn and, upon vote, unanimously carried, the Boards authorized the District Accountant to prepare the DLG-70 Certifications of Tax Levies Form.

Board Member to Sign the DLG-70 Certification of Tax Levies: Following discussion, upon a motion duly made by Director D. Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Boards appointed Director Finn, the District President, to sign the DLG-70 Certifications of Tax Levies

Statutory Requirements for an Audit. District Accountant of Engagement of Outside Accountant to Prepare Application for Exemption from Audit for 2022: The Boards requested an engagement letter from BiggsKofford for consideration. No action was taken at this time.

Other: None

LEGAL MATTERS

Resolutions Calling a Regular Election for Directors on May 2, 2023, DEO and Authorizing the DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election: Attorney Dykstra reviewed the Resolutions Calling a Regular Election for Directors with the Boards. Following review, upon a motion duly made by Director Seibert, seconded by Director Finn and, upon vote, unanimously carried, the Boards adopted the Resolutions Calling a Regular Election for Directors, appointed Laura Heinrich as the Designated Election Official (“DEO”) and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

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Workers Compensation Exclusion Resolutions: Following review, upon a motion duly made by Director Siebert, seconded by Director Finn and, upon vote, unanimously carried, the Boards adopted the Workers Compensation Exclusion Resolutions.

Developer and Builder Disclosure Requirement Status: Attorney Dykstra reviewed the Developer and Builder disclosure requirement status with the Boards. No action was taken

Other: None

MANAGER
MATTERS

CliftonLarsonAllen LLP Statement of Work for 2023: Following review, upon a motion duly made by Director D. Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Boards approved the CLA statements of work for 2023, as presented.

Other: None

OTHER BUSINESS

Other: None

ADJOURNMENT

There being no further business to come before the Boards at this time, Director Seibert adjourned the meeting at 10:27 a.m.

Respectfully submitted,

By _____
Secretary

DocuSigned by:
Delroy Johnson
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Delroy Johnson
 djohnson@norwood.dev
 Director
 Various Districts
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Signature

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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	12/31/2023 7:03:59 PM
Certified Delivered	Security Checked	1/2/2024 10:17:55 AM
Signing Complete	Security Checked	1/2/2024 10:18:27 AM
Completed	Security Checked	1/2/2024 10:18:27 AM
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