

# RECORD OF PROCEEDINGS

---

MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
UPLANDS METROPOLITAN DISTRICT NO. 1 (THE “**DISTRICT**”)  
HELD  
December 4, 2023

A regular meeting of the Board of Directors of the Uplands Metropolitan District No. 1 (referred to hereafter as the “**Board**”) was convened on Monday, December 4, 2023, at 1:00 p.m., via video/teleconference. The meeting was open to the public.

Directors In Attendance Were:

Chad Ellington  
Amber Sands  
Matt Childers  
Mark Nickless  
Jeff Handlin

Also, In Attendance Were:

Paula Williams, Esq. and Jay Morse, Esq.; McGeady Becher P.C.  
Joy Tatton, Simmons & Wheeler, P.C.

QUORUM /  
DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST

A quorum of the Board was confirmed.

Attorney Williams 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. Attorney Williams noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

ADMINISTRATIVE  
MATTERS

Agenda: Attorney Williams distributed for the Board’s review and approval a proposed Agenda for the District's regular meeting. Following discussion, upon motion duly made by Director Nickless, seconded by Director Ellington and, upon vote, unanimously carried, the Agenda was approved.

## RECORD OF PROCEEDINGS

---

Approval of Meeting Location and Posting of Notices: 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, upon motion duly made by Director Nickless, seconded by Director Ellington, and upon vote unanimously carried, the Board determined to conduct this meeting via video/teleconference and encouraged public participation via video/teleconference. The Board noted that notice of this meeting and video/teleconference meeting information was duly posted and the Board had not received any objections to the video/teleconference meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Nickless, seconded by Director Ellington, 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's website at <https://uplandsmetropolitandistrict.specialdistrict.net>.

Resolution No. 2023-12-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: The Board discussed the business to be conducted in 2024. Following discussion, upon motion duly made by Director Nickless, seconded by Director Ellington, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices and determined to hold 2024 meetings on February 5<sup>th</sup>, May 6<sup>th</sup>, August 5<sup>th</sup>, and November 4<sup>th</sup> at 1:00 p.m. via video/teleconference.

Increased Crime Coverage Insurance: The Board discussed a potential increase to the District's crime coverage. No action was taken.

2024 Insurance Renewal: 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.

Public Comment: There was no public comment.

## RECORD OF PROCEEDINGS

---

### FINANCIAL MATTERS

Payment of Claims: Ms. Tatton reviewed the payment of claims in the amount of \$13,875.70. Following discussion, upon motion duly made by Director Ellington, seconded by Director Sands, and upon vote unanimously carried, the Board approved and/or ratified the payment of claims in the amount of \$13,875.70.

Unaudited Financial Statements and Cash Position: Ms. Tatton reviewed the unaudited financial statements and cash position for the period ending June 30, 2023, with the Board. Following discussion, upon motion duly made by Director Sands, seconded by Director Handlin, and upon vote unanimously carried, the Board accepted the unaudited financial statements and cash position as presented.

Public Hearing on Amendment to 2023 Budget: The public hearing to consider an amendment to the 2023 Budget was opened.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 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.

Following discussion, upon motion duly made by Director Ellington, seconded by Director Nickless, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-02 to Amend the 2023 Budget.

Public Hearing on 2024 Budget: The public hearing to consider the proposed 2024 Budget and to discuss related issues was opened.

It was noted that Notice stating that the Board would consider adoption of the 2024 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.

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

## RECORD OF PROCEEDINGS

---

Following discussion, the Board considered the adoption of Resolution No. 2023-12-03 to Adopt the 2024 Budget and Appropriate Sums of Money, and Resolution No. 2023-12-04 to Set Mill Levies (3.295 mills in the General Fund and 43.939 mills in the Debt Service Fund, for a total of 47.234 mills). Upon motion duly made by Director Ellington, seconded by Director Nickless and, upon vote, unanimously carried, the Board adopted Resolution Nos. 2023-12-03 and 2023-12-04 and authorized execution of the Certification of Budget and Certification of Mill Levies, subject to receipt of final Certification of Assessed Valuation from the County. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Adams County and the Division of Local Government. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2024.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director Ellington, seconded by Director Nickless, 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.

Resolution No. 2023-12-05 Authorizing Adjustment of the District Mill Levy: Following discussion, upon motion duly made by Director Ellington, seconded by Director Nickless, and upon vote unanimously carried, the Board adopted Resolution No. 2023 -12-05 Authorizing Adjustment of the District Mill Levy, subject to final adjustment of the mill levies based on further changes to the assessment ratio and final assessed valuation.

Preparation of 2025 Budget: Following discussion, upon a motion duly made by Director Ellington, seconded by Director Nickless, and upon vote unanimously carried, the Board authorized the appointment of the District Accountant to prepare the District's 2025 Budget.

2023 Audit Preparation: Following discussion, upon motion duly made by Director Ellington, seconded by Director Sands, and upon vote unanimously carried, the Board authorized the District Accountant to obtain proposals for preparation of the 2023 Audit.

## RECORD OF PROCEEDINGS

---

### LEGAL MATTERS

Section 32-1-809, C.R.S. Requirements (Transparency Notice): Attorney Williams 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 website and the Special District Association website.

Resolution Amending Colorado Open Records Act Requests Policy: Following discussion, upon a motion duly made by Director Nickless, seconded by Director Sands, and upon vote unanimously carried, the Board adopted the Resolution Amending Colorado Open Records Act Requests Policy.

Amendment to 2023 Administration Funding Agreement: Following discussion, upon a motion duly made by Director Handlin, seconded by Director Ellington, and upon vote unanimously carried, the Board approved the Amendment to 2023 Administration Funding Agreement.

Resolution No. 2023-12-05; Resolution Regarding Continuing Disclosure Policies and Procedures: Following discussion, upon a motion duly made by Director Handlin, seconded by Director Ellington, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-05; Resolution Regarding Continuing Disclosure Policies and Procedures.

### OTHER BUSINESS

Development / Construction Outlook: Director Ellington provided an update regarding the status of construction within the District and the bidding process for infrastructure projects.

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

Respectfully submitted,

By *Amber Sands*  
Secretary for the Meeting