

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 3
(THE "DISTRICT")
HELD
NOVEMBER 17, 2022

A special meeting of the Board of Directors of the Banning Lewis Ranch Metropolitan District No. 3 (referred to hereafter as the "Board") was convened on Thursday, November 17, 2022, at 1:00 p.m. This District Board meeting was held at Banning Lewis Ranch House 6885 Vista Del Pico Blvd. Colorado Springs, CO 80927 and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Raymond Marshall, President
Katie Alessandri, Secretary
Michael Brotten, Treasurer (via Microsoft Teams)
Troy MacDonald, Assistant Secretary

Also, In Attendance Were:

Krista Baptist, Courtney Hoff and Rob Lange; CliftonLarsonAllen, LLP
Matt Ruhland, Esq.; Cockrel Ela Glesne Greher & Ruhland, P.C.
Floyd Petty: Member of the Public

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Marshall called the meeting to order at 1:01 p.m. Following discussion, upon a motion duly made by Director Alessandri, seconded by Director Marshall and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Disclosures of Potential Conflicts of Interest: There were no disclosures to be filed prior to the meeting and none were disclosed at this time.

Quorum, Location of Meeting and Meeting Notices: A quorum was confirmed. It was noted that the meeting was noticed on the website and posted as required.

Public Comment: None.

Minutes from the July 28, 2022 Regular Board Meeting: Following discussion and review, upon a motion duly made by Director Marshall, seconded by Director Alessandri and, upon vote, unanimously carried, the Board approved the July 28, 2022 regular Board meeting minutes.

Resolution Regarding 2023 Annual Administrative Matters: Ms. Baptist

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reviewed the Resolution Regarding 2023 Annual Administrative Matters with the Board. Following review and discussion, upon a motion duly made by Director Alessandri, seconded by Director Marshall and, upon vote, unanimously carried, the Board adopted the Resolution Regarding 2023 Annual Administrative Matters, as amended to indicate meetings in 2023 be held on the third Thursday of the month at 1:00 p.m.

2023 Insurance Renewal: Ms. Baptist reviewed the 2023 Insurance Renewal with the Board and noted the Identity Theft portion of the policy. Discussion ensued regarding the increase of coverage limits, which the Board determined was not necessary for a District of their size.

Following review, upon a motion duly made by Director MacDonald, seconded by Director Alessandri and, upon vote, unanimously carried, the Board approved the 2023 Insurance Renewal and authorized membership in the Special District Association for 2023.

Other: None.

FINANCIAL MATTERS

September 30, 2022 Unaudited Financial Statements: Mr. Lange reviewed the September 30, 2022 Unaudited Financial Statements with the Board. Following review, upon a motion duly made by Director Alessandri, seconded by Director MacDonald and, upon vote, unanimously carried, the Board accepted September 30, 2022 Unaudited Financial Statements, as presented.

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

Public Hearing on the Proposed 2023 Budget and Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution to Set Mill Levies: Upon a motion duly made by Director Brotten, seconded by Director MacDonald and, upon vote, unanimously carried, the Board opened the public hearing to consider the proposed 2023 Budget at 1:18 p.m.

Mr. Lange reviewed the Proposed 2023 Budget with the Board. It was noted that publication of Notice stating that the Board would consider adoption 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.

Following discussion, upon a motion duly made by Director Marshall, seconded by Director Alessandri and, upon vote, unanimously carried, the Board approved the proposed 2023 budget and adopted the Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and adopted the Resolution to Set Mill Levies, as presented, and closed the public hearing at 1:19 p.m.

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

Board Member to Sign the DLG-70 Certification of Tax Levies: Mr. Lange reviewed the DLG-70 Certification of Tax Levies with the Board. Following review, upon a motion duly made by Director Alessandri, seconded by Director MacDonald and, upon vote, unanimously carried, the Board appointed Director Brotten and authorized any Director to sign the DLG-70 Certification of Tax Levies.

Engagement Letter with BiggsKofford to Prepare the 2022 Audit: Mr. Lange reviewed the engagement letter with BiggsKofford with the Board. Following review, upon a motion duly made by Director Brotten, seconded by Director Marshall and, upon vote, unanimously carried, the Board engaged BiggsKofford to prepare the 2022 Audit.

Other: None.

LEGAL MATTERS

Resolution Calling a Regular Election for Directors on May 2, 2023, DEO and DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election: Mr. Ruhland reviewed the Resolution Calling a Regular Election for Directors on May 2, 2023 with the Board. Following review and discussion, upon a motion duly made by Director Brotten, seconded by Director MacDonald and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 2, 2023, subject to the correction of Board terms and legal review, appointed Micki Mills as the Designated Election Official (“DEO”) and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

Other: None.

MANAGER MATTERS

CliftonLarsonAllen LLP Statements of Work for 2023: Ms. Baptist reviewed the CliftonLarsonAllen LLP Statements of Work for 2023 with the Board. Following review, upon a motion duly made by Director Brotten, seconded by Director MacDonald and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Statements of Work for 2023.

Other: Ms. Baptist and Ms. Hoff provided an overview of the Banning Lewis Ranch Metropolitan District No. 1 Board meeting to the Board. Discussion ensued regarding the transition of MSI Diversified. The Board also discussed

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ideas on how to be more impactful in the community.


OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Brotten, seconded by Director Alessandri and, upon vote, unanimously carried, the Board adjourned the meeting at 2:06 p.m.

Respectfully submitted,

By  DocuSigned by:
Katie Alessandri
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Secretary for the Board