

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
BANNING LEWIS RANCH REGIONAL METROPOLITAN DISTRICT  
NO. 2  
(THE “DISTRICT”)  
HELD  
NOVEMBER 28, 2022

A special meeting of the Board of Directors of the Banning Lewis Ranch Regional Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Monday, November 28, 2022 at 2:30 p.m. via video teleconference. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Thomas Garmong, Assistant Secretary  
Scott Smith, Assistant Secretary

Director Bruce Rau was absent and excused.

#### Also, In Attendance Were:

Lisa Mayers, Esq.; Spencer Fane, LLP  
Josh Miller, Courtney Hoff, and Rob Lange; CliftonLarsonAllen, LLP (“CLA”)

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** The Board called the meeting to order at 2:35 p.m. Following discussion, upon a motion duly made by Director Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the agenda, as presented.

**Disclosures of Potential Conflicts of Interest:** The Directors present noted for the record that they have financial interests in entities active in developing property within the boundaries of the District, or are employed by such entities, and that such interests may be affected from time to time by actions of the District’s Board of Directors. In accordance with state law, the Directors have filed written disclosures describing such potential conflicts of interest with the Secretary of State.

**Quorum, Location of Meeting and Posting of Meeting Notices:** Attorney Mayers informed the Board that Aric Jones no longer meet the qualifications to be a Director effective November 22, 2022, in that his Option Contract has terminated. A quorum of the Board was achieved with two out of the three seated Board members being present. The Board noted the meeting was noticed on the website and posted as required. Following discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board excused the absence of Director Rau.

## RECORD OF PROCEEDINGS

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**Public Comment:** None.

**Minutes from September 27, 2022 Regular Board Meeting as Continued to October 3, 2022:** Mr. Miller reviewed the minutes from the September 27, 2022 regular Board meeting as continued to October 3, 2022 with the Board. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board approved the minutes from the September 27, 2022 regular Board meeting as continued to October 3, 2022, as presented.

**Resolution Regarding 2023 Annual Administrative Matters:** Mr. Miller reviewed the 2023 Annual Administrative Matters with the Board. Discussion ensued regarding amending the Resolution Regarding 2023 Annual Administrative Matters to remove Aric Jones from the Resolution. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board adopted the Resolution Regarding 2023 Annual Administrative Matters, as amended.

**2023 Insurance Renewal. Documents Needed to Obtain or Maintain Insurance Coverage through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management and Authorize Membership in the Special District Association:** Mr. Miller reviewed the insurance documents for 2023 renewal with the Board. Following review, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board approved the 2023 insurance renewal and authorized CLA to renew the District's membership with the Special District Association.

**Other:** None

### FINANCIAL MATTERS

**Previous Claims and Current Claims:** Mr. Lange reviewed the previous claims and current claims with the Board. Following review, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board ratified approval of previous claims and approved current claims, as presented.

**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 Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the September 30, 2022 Unaudited Financial Statements, as presented.

**Public Hearing to Consider Amendment of the 2022 Budget. Adoption of Resolution to Amend the 2022 Budget:** The Board opened the public hearing to consider an amendment to the 2022 Budget.

## RECORD OF PROCEEDINGS

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It was noted that publication of Notice stating that the Board would consider amendments of the 2022 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 Director Garmong closed the public hearing.

Mr. Lange reviewed the Resolution to Amend the 2022 Budget with the Board. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2022 Budget.

**Public Hearing on the Proposed 2023 Budget and Adoption of Resolution to Adopt the 2023 Budget, and Appropriate Sums of Money and Resolution to Set Mill Levies:** The Board opened the public hearing to consider the proposed 2023 Budget.

It was noted that publication of Notice stating that the Board 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 District. No written objections were received prior to the public hearing.

No public comments were received, and Director Garmong closed the public hearing.

Mr. Lange reviewed the proposed 2023 Budget with the Board. Discussion ensued. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board adopted the Resolution to Adopt the 2023 Budget, and Appropriate Sums of Money and adopted the Resolution to set Mill Levies, as presented.

**Board Member to Sign the DLG-70 Certifications of Tax Levies:** Following discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board appointed Director Scott Smith to sign the DLG-70 Certifications of Tax Levies.

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

**Other:** None

## RECORD OF PROCEEDINGS

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### LEGAL MATTERS

**Resolution Calling a Regular Election for Directors on May 2, 2023, and Appointing DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election:** Attorney Mayers reviewed the Resolution Calling a Regular Election for Directors with the Board. Discussion ensued. Following review and discussion, upon a motion duly made by Director Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 2, 2023, appointed Courtney Linney as the Designated Election Official (“DEO”) and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

**Resolution to Exclude Board from Workers Compensation Coverage:** Mr. Miller reviewed the Resolution to Exclude Board from Workers Compensation Coverage with the Board. The Board elected not to adopt the Resolution to Exclude Board from Workers Compensation Coverage at this time.

**Other:** None

### MANAGER MATTERS

**CliftonLarsonAllen LLP Statement of Work for 2023:** Mr. Miller reviewed the statement of work between CLA and the District for 2023. Following review, upon a motion duly made by Director Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the CLA Statement of Work for 2023, as presented.

**Other:** None.

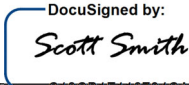
### OTHER BUSINESS

**Other:** None

### ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board adjourned the meeting at 2:58 p.m.

Respectfully submitted,

By  Secretary for the Meeting  
DocuSigned by:  
Scott Smith  
C19CB1F116794CA...

**Certificate Of Completion**

Envelope Id: AB333307792E4C31AECB23568CCF0F64	Status: Completed
Subject: Complete with DocuSign: Banning Lewis Ranch Reg MD2 / Minutes of 11-28-2022 & 12-12-2022 to Sign	
Client Name: Banning Lewis Ranch Regional MD2	
Client Number: A512187-OS04-2023	
Source Envelope:	
Document Pages: 6	Signatures: 2
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Cindy.Jenkins@claconnect.com
	IP Address: 67.176.12.84

**Record Tracking**

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
3/30/2023 3:59:01 PM	Cindy.Jenkins@claconnect.com	

**Signer Events**

Scott Smith  
scott@yjsmith.com  
Security Level: Email, Account Authentication (None)

**Signature**

DocuSigned by:  
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Sent: 3/30/2023 4:08:02 PM  
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**Electronic Record and Signature Disclosure:**

Accepted: 3/30/2023 4:11:51 PM  
ID: 6f1f8f16-3688-4c02-a24d-6b6bd80f658f

**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	3/30/2023 4:08:02 PM
Certified Delivered	Security Checked	3/30/2023 4:11:51 PM
Signing Complete	Security Checked	3/30/2023 4:12:26 PM
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