

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

BIG SKY METROPOLITAN DISTRICT NO. 1

Held: Wednesday, November 16, 2022, at 3:30 p.m. via teleconference

Attendance

The special meeting of the Board of Directors of the Big Sky Metropolitan District No. 1 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Thomas Morton, President

Todd Johnson, Treasurer/Secretary

Also present were Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Charles Norton, Norton & Smith, P.C.; and Alex Fink, CliftonLarsonAllen, District Accountant.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present, and Director Morton called the meeting was to order.

Conflict of Interest Disclosures

Mr. White advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. White inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Public Comment

None.

Consent Agenda

Mr. White reviewed the items on the consent agenda with the Board. Mr. White advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent

agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- Consider Approval of September 21, 2022, Regular Minutes
- Consider Adoption of 2023 Annual Administrative Resolution
- Consider Ratification of 2021 Audit Exemption (**enclosure**)
- Consider Approval of District Website Maintenance and Management with Heatherly Creative, LLC for Website Maintenance Services

Insurance Matters

Consider Approval for Renewal of General Liability Schedule and Limits Consider Approval and Authorization to Bind Coverage, Renewal of Special District Association of Colorado Membership, Payment of Agency Fee, and Inclusion of Workers' Compensation Coverage

Mr. White reviewed with the Board the current general liability schedule and property schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the general liability schedule and property schedule, authorized legal counsel to bind coverage, renewal of the Special District of Colorado Membership, payment of T. Charles Wilson Insurance agency fee, and the inclusion of workers' compensation coverage.

Legal Matters

Consider Adoption of Resolution Calling the May 2, 2023, Election

Mr. White presented to the Board the Resolution Calling the May 2, 2023 Election. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Designation of Method for Providing Notice of Call for Nominations

Mr. White discussed with the Board the designation of a method for providing notice of call for nominations. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the notice be provided by posting on the District's website.

Discussion re Director Contact Information on Website

Mr. White discussed with the Board the requirement of director contact information on the District's website. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the creation of a single contact email through GoDaddy, and the posting of contact information on the website.

Financial Matters

Consider Approval of

Mr. Fink presented to the Board the payables and financials.

Payables/Financials

Following discussion, upon a motion duly made and seconded, the Board unanimously approved the payables and financials.

Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget

An amendment to the 2022 budget was not needed.

Conduct Public Hearing on 2023 Budget and Consider Adoption of Resolution Adopting 2023 Budget, Imposing Mill Levy and Appropriating Funds

Director Morton opened the public hearing on the proposed 2023 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Fink reviewed with the Board the 2023 Budget Resolution. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution, appropriating funds therefor and certifying 0.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Consider Auditor Proposals for 2022 Audit

Mr. Fink discussed with the Board the 2022 Auditor Proposals. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized Director Morton to approve the engagement of an auditor.

Other Business

Next Meeting – May 10, 2023, at 3:00 p.m.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



Secretary for the Meeting

The foregoing minutes were approved on the 10th day of May, 2023.