

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

MARABOU RANCH METROPOLITAN DISTRICT

Held: Tuesday, June 23 2020 at 3:30 p.m.

Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.

Attendance

The special meeting of the Board of Directors of the Marabou Ranch Metropolitan District 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:

James DeFrancia
Marlin B. Dailey, Jr.
Teresa L. VanOrden
David M. Blandford
Rudi P. Fronk (absent)

All director absences are deemed excused unless otherwise noted in these minutes.

Also present was Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Scott Bell, District Manager, and Eric Weaver, Accountant, Marchetti & Weaver, LLC.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present and Director DeFrancia called the meeting to order at 3:35 p.m.

Conflict of Interest Disclosures

Ms. Harris advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Harris 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. Ms. Harris 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.

Consider Adoption
Resolution Declaring
Emergency Procedures and
Authorizing
Teleconferencing for
Regular and Special
Meetings

Ms. Harris presented the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special meetings to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Approval of Agenda

Ms. Harris presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Consent Agenda

Ms. Harris provided the items on the consent agenda to the Board. Ms. Harris advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded and unanimously carried, the Board approved the following item:

- Minutes from the November 7, 2019 Special Meeting

Public Comment

None

Legal Matters

Consider Adoption of
Resolution Establishing an
Electronic Signature Policy

Ms. Harris presented the Resolution Establishing an Electronic Signature Policy to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously Adopted the resolution.

Manager Matters

Consider Ratification of
Amendment to Independent
Contract Agreement with
Wernig Construction

Ms. Harris presented the Amendment to Independent Contractor Agreement with Wernig Construction to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the amendment.

Consider Approval of Independent Contractor Agreement with Native Excavating for Trail Repair

Mr. Bell presented the Independent Contractor Agreement with Native Excavating related to trail repair to the Board. Mr. Bell noted that the proposal contains three line items: the first two being related to the routine trail maintenance that needs to be accomplished soon, and the third being a proposal to build a berm to attempt to prevent washing out of a certain portion of the trail during run-off. The Board discussed the proposal for the berm, including potential riparian impacts and whether the same would be a long term solution to the problem. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement for items 1 and 2 only.

Financial Matters

Consider Approval of Payables/Financials

Mr. Weaver presented the payables to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the payables.

Mr. Weaver provided the May 31, 2020 financials to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the financials.

The Board engaged in a general discussion regarding the possibility of the District purchasing or leasing a truck for snow plowing. Mr. Bell and Mr. Weaver noted that they will continue to look into financing options related to the same. No action was taken.

Consider Approval of the 2019 Audit

Mr. Weaver presented the draft of the 2019 Audit. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the audit.

Other Business

Next Meeting – December 1, 2020

The Board discussed the possibility of holding a special meeting in mid to late October to adopt the 2021 budget.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made by Director DeFrancia, seconded by Director Blandford and unanimously carried, the Board determined to adjourn the meeting at 4:18 p.m.

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

Marlin Dailey

[Marlin Dailey \(Oct 21, 2020 13:59 MDT\)](#)

Secretary for the Meeting

The foregoing minutes were approved on the 20th day of October, 2020.









Marabou Ranch - October 20 - Signature Packet

Final Audit Report

2020-10-21

Created:	2020-10-20
By:	Brian Bowers (bbowers@wbapc.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAoqaAC7Nz4OUxR8uKky26fTUxv8qwz0Es

"Marabou Ranch - October 20 - Signature Packet" History

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2020-10-20 - 3:53:59 PM GMT- IP address: 50.209.233.181
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2020-10-20 - 3:55:57 PM GMT
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2020-10-20 - 3:55:58 PM GMT
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2020-10-20 - 3:58:03 PM GMT- IP address: 63.151.69.33
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2020-10-21 - 7:56:00 PM GMT- IP address: 63.151.69.240
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