

RECORD OF PROCEEDINGS

**MINUTES OF THE BOARD OF DIRECTORS OF THE
CASTLE PINES COMMERCIAL METROPOLITAN DISTRICT No. 3**

9:00 a.m., February 3, 2023

Via Zoom

Meeting ID: 831 8659 4919

Passcode: **125691**

ATTENDEES

Directors present: Shawn Batterberry, Linda Batterberry, Randall Warren, David Jensen and Kelly McCurley attended via electronic device.

Others present: Charles Norton; Norton & Smith as District Counsel attended via electronic device.
Kelly Conover, Lucas Stafford and Steve Wasiecko; Mulhern MRE, Inc. attended via electronic device.

I. Call to Order

The meeting was called to order at 9:05 a.m.
Roll was taken and a quorum was present.

II. Ratify Conflict of Interest Statements

Directors ratified their Conflict of Interest Statements on file with the Secretary of State.

III. Approval of Agenda

Upon motion duly made by Director S. Batterberry, seconded by Director Warren and upon vote, the Board unanimously approved the agenda as presented.

IV. Public Comment

There was no public present.

V. Review and Approval of Minutes of Prior Meeting

The Board reviewed the minutes of the December 2, 2022 meeting. Upon motion duly made by Director L. Batterberry, seconded by Director Jensen and upon vote, the minutes of the December 2, 2022 meeting were approved as presented.

VI. Administrative Matters

Steve Wasiecko discussed the 2023 Election Resolution presented. There are 2 seats with terms ending at the next election of May 2, 2023, Directors S. Batterberry and Jensen. Mr. Norton requested a change to the Resolution to reflect that ballots will be mailed to or dropped off at District Management offices and the Designated Election Official will be Ms. Kirk in his office.

Upon motion duly made by Director McCurley and seconded by Director Warren and upon vote the board unanimously approved the 2023 Election Resolution with the changes noted.

VII. Financial Matters

Steve Wasiecko reviewed the payables list dated December 2, 2022 through January 25, 2023 for a total expenditure in the amount of \$22,034.82. Steve also addressed the Director payments for ratification and requested that Mulhern invoices for services be provided on a quarterly basis.

Upon motion duly made by Director L. Batterberry, seconded by Director McCurley, and upon vote the Board unanimously ratified Director payments processed for 2022.

Upon motion by Director Warren, seconded by Director McCurley, and upon vote, the board unanimously ratified prior payments made on December 13, 2022 to Colorado Special Districts Property and Liability Pool and the T. Charles Wilson Insurance Service for annual Board member coverage.

Upon motion duly made by Director Warren, seconded by Director McCurley and upon vote the Board unanimously approved the check register totaling \$22,034.82.

Director S. Batterberry presented a motion for Mulhern invoices to be provided quarterly. Director L. Batterberry seconded the motion and upon vote the Board unanimously approved.

Steve Wasiecko informed the Board that per the Pledge Agreement, Castle Pines Commercial Metropolitan District No. 4 is to receive funds collected in accordance with the promissory note. These funds are to be transferred approximately 10 days following collection of funds and requested Board approval.

Following Board discussion, Director S. Batterberry presented a motion to approve Mulhern MRE, Inc as its agent, to collect property taxes and specific ownership taxes that are attributable to the debt service mill levy and to pay whatever is collected each month directly to Castle Pines Commercial Metropolitan District No. 4 for the purposes of payment of the 2022 Promissory Note pursuant to the Pledge Agreement. The motion was seconded by Director Warren and upon vote, the Board unanimously approved said motion.

The financial statements were provided for review and reflect budget numbers previously discussed.

VIII. Legal Matters

Mr. Charles Norton had no legal matters to discuss.

IX. Adjournment

There being no other business, upon motion duly made by Director L. Batterberry, seconded by Director Warren, and upon vote, the Board unanimously adjourned at 9:31 am. The next meeting of the Board of Directors of the Castle Pines Commercial Metropolitan District No. 3 is Friday, May 5, 2023 at 9:00 a.m. and will be held via Zoom Meeting.

RECORD OF PROCEEDINGS

**MINUTES OF THE BOARD OF DIRECTORS OF THE
CASTLE PINES COMMERCIAL METROPOLITAN DISTRICT No. 3**

9:00 a.m., June 2, 2023

Via Zoom

Meeting ID: 830 6407 4382

Passcode: **610549**

ATTENDEES

Directors present: Shawn Batterberry, Linda Batterberry, Randall Warren, David Jensen and Kelly McCurley attended via electronic device.

Others present: Charles Norton; Norton & Smith as District Counsel attended via electronic device.
Steve Wasiecko, Lucas Stafford, and Genevieve Love; Mulhern MRE, Inc. attended via electronic device.

X. Call to Order

The meeting was called to order at 9:05 a.m.
Roll was taken and a quorum was present.

XI. Ratify Conflict of Interest Statements

Directors ratified their Conflict of Interest Statements on file with the Secretary of State.

XII. Approval of Agenda

Upon motion duly made by Director L. Batterberry, seconded by Directors Jensen, Warren, and McCurley and upon vote, the Board unanimously approved the agenda as presented.

XIII. Public Comment

There was no public present.

XIV. Review and Approval of Minutes of Prior Meeting

The Board reviewed the minutes of the February 3, 2023 meeting. Upon motion duly made by Director L. Batterberry, seconded by Director McCurley and upon vote, the minutes of the February 3, 2023 meeting were approved as presented.

XV. Administrative Matters

General Manager, Steve W., mentioned one item the auditor, Steve Dazzio, pointed out- a portion of debt reimbursement to S. Batterberry at end of 2022 was miscalculated per use of the 2022 assessed value instead of the 2021 assessed value. The remaining portion owed to him will be distributed and reflected on the Check Register for the next Board Meeting.

Steve W. and Lucas Stafford presented the 2022 Audited Financial Statements produced by Dazzio and Associates.

Director S. Batterberry noted the district stands at 31 Debt Mills for 2023, and the General Manager confirmed this will be reduced down to 12-20 Debt Mills in 2024.

General Manger raised query regarding obtaining CP1's Bond Debt schedule. Per Norton's direction, this schedule would indeed be beneficial for CP3 to receive.

Director Warren raised query regarding Auditor's Notes to the Financial Statements, sections Infrastructure Acquisition and Reimbursement Agreement and Intergovernmental Agreement Regarding District Construction Administration, as he recalled these were terminated as part of the legal process. Counsel Norton agreed, and advised these sections are to be removed. Counsel Norton stated he will send email to General Manager, Lucas Stafford, and Genevieve Love his recommendation, which will subsequently be forwarded to Dazzio and Associates.

Upon motion duly made by Director L. Batterberry, seconded by Director Warren and upon vote the Board unanimously approved the 2022 Audited Financials.

XVI. Legal Matters

Counsel, Mr. Charles Norton, recommended the following RESOLUTION: The Board of Directors of CP3 consents to the dissolution of CP1 subject to the termination of the Master Intergovernmental Agreement dated January 6, 2015 among Castle Pines Commercial Metropolitan District Nos. 1, 3 and 4.

Norton communicated to the Board that if additional justification is requested for the above resolution, he will provide back the portions of the intergovernmental agreement erroneously including/referencing the unrelated District No. 2.

Director S. Batterberry made the above motion, seconded by Director McCurley and upon vote, to accept the resolution as stated above by Counsel Norton.

The Board of Directors consents to the dissolution of CP1 subject to the termination of IGA by District Nos 1, 3 and 4. Director S. Batterberry motions, seconded by Jensen, McCurley and Warren and unanimously approved by Board as presented by Steve W.

XVII. Financial Matters

Steve Wasiecko reviewed the payables list dated January 26, 2023 through April 25, 2023 for a total expenditure in the amount of \$62,319.71, and the payables list dated April 26, 2023 through May 26, 2023 for a total expenditure in the amount of \$26,826.05.

Upon motion duly made by Director S. Batterberry, seconded by Director McCurley, and upon vote the Board unanimously ratified expenditures processed through May 26, 2023.

Lucas Stafford reviewed YTD financials through April 2023.

XVIII. Adjournment

There being no other business, upon motion duly made by Director L. Batterberry, seconded by Director Jensen, and upon vote, the Board unanimously adjourned at 9:49 am. The next meeting of the Board of Directors of the Castle Pines Commercial Metropolitan District No. 3 is Friday, August 4, 2023 at 9:00 a.m. and will be held via Zoom Meeting.