

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

TR RANCH METROPOLITAN DISTRICT

Held: October 27, 2022, at 8:00 A.M. *via* teleconference

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Otis Moore  
Paige Langley

Also present were: Jennifer Gruber Tanaka, Esq., and Erin K. Stutz, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; and Nancy Bach, CliftonLarsonAllen, LLP, District accountant.

**ADMINISTRATIVE MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with 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. Tanaka noted that a quorum was present and 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Tanaka presented the Board with the agenda for the meeting. Upon motion of Mr. Moore, seconded by Ms. Langley, the Board unanimously approved the agenda as presented.

**PUBLIC COMMENT**

None.

**DIRECTOR MATTERS**

Appointment of Director

Ms. Tanaka noted that there are currently vacancies on the Board and that Andy Klein is qualified and interested in serving. Upon motion of Mr. Moore, seconded by Ms. Langley, the Board unanimously Mr. Klein to the Board. Ms. Tanaka will provide Mr. Klein with his oath of office and file the required certificate of appointment and oath of office with the District Court and Division of Local Government.

Election of Officers

Ms. Tanaka noted the need to elect officer positions. Upon motion of Mr. Moore, seconded by Ms. Langley, the Board elected the following officers:

President: Otis Moore  
Treasurer: Andy Klein  
Secretary: Paige Langley

**CONSENT MATTERS**

**AGENDA**

The Board was presented with the consent agenda items. Upon motion of Mr. Moore, seconded by Ms. Langley, the Board unanimously took the following actions:

- a. Approved the Minutes from July 28, 2022, Special Meeting
- b. Ratified the Claims as of July 28, 2022 (\$37,876.34)
- c. Acceptance of Unaudited Financial Statements as of August 31, 2022
- d. Adopted Resolution No. 2022-10-01: 2023 Annual Administrative Resolution
- e. Adopted Resolution No. 2022-10-02: Resolution of Board of Directors Calling Regular Election
- f. Ratified the Contract with Heatherly Creative for Website Creation Services
- g. Approved the Proposal with Heatherly Creative for Website Maintenance in 2023
- h. Approved the Master Service Agreement with CliftonLarsonAllen for Accounting

**FINANCIAL MATTERS**

Public Hearing on 2023  
Budget and Adoption of  
Resolution No. 2022-10-03:  
Adopting Budget, Certifying  
Mill Levy and  
Appropriating Funds  
Therefor

Mr. Moore opened the public hearing on the 2023 budget. Ms. Tanaka noted that notice of the hearing was provided in accordance with Colorado law and no objections were received prior to the hearing. Ms. Bach reviewed the proposed budget with the Board. There being no public comment, the public hearing was closed.

Upon motion of Mr. Moore, seconded by Ms. Langley, the Board unanimously approved the budget and adopted Resolution No. 2022-10-03: Adopting Budget, Imposing Mill Levy and Appropriating Funds.

**OTHER BUSINESS**

Next Regular Meeting

The next meeting is scheduled for July 27, 2023, at 8:00 A.M.

**ADJOURNMENT**

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

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

*Paige Langley*

[Paige Langley \(Oct 4, 2023 14:58 MDT\)](#)

Secretary for the District