

RECORD OF PROCEEDINGS

MINUTES OF SPECIAL MEETINGS OF THE BOARDS OF DIRECTORS OF THE SERENITY RIDGE METROPOLITAN DISTRICT NOS. 1 AND 2 HELD FEBRUARY 2, 2023

Special meetings of the Boards of Directors (the “Boards”) of the Serenity Ridge Metropolitan Districts Nos. 1 and 2 (hereinafter referred to as “District No. 1” and “District No. 2” respectively, and collectively the “Districts”) was duly held on Thursday, the 2nd day of February, 2023, at 6:00 P.M via conference call. The meetings were open to the public.

ATTENDANCE

Directors In Attendance Were:

Richard Frank
Daniel Frank
Marc Cooper
Fernando Dias

Also In Attendance Were:

David Solin and Steve Beck; Special District Management Services, Inc. (“SDMS”)
Paula Williams, Esq. and Erica Montague, Esq.; McGeady Becher P.C.
Jennifer Elsea; Board Candidate

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Boards discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Boards of Directors and to the Secretary of State. Mr. Solin noted that quorums were present and requested members of the Boards disclose any potential conflicts of interest with regard to any matters scheduled for discussion at the meetings, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Williams reported that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin reviewed with the Boards the proposed agenda for the Districts’ Special Meetings.

Following discussion, upon motion duly made by Director D. Frank, seconded by Director Cooper and, upon vote, unanimously carried, the agenda for the Districts’ Regular Meetings was approved, as amended.

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Approval of Meeting Location: The Boards discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Board meetings.

Following discussion, upon motion duly made by Director D. Frank, seconded by Director Cooper and, upon vote, unanimously carried, the Boards determined to conduct the Districts' meetings via conference call. The Boards further noted that notice of the time, date and conference bridge information was duly posted and that they have not received any objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director D. Frank, seconded by Director Cooper, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24-hours prior to each meeting on the District's website at: <https://serenityridgemd1-2.colorado.gov> or if posting on the website is unavailable, notice will be posted on the South side of Arapahoe Road, between Smoky Hill Road and Powhatan Road.

Resignation and Appointment of Secretary to the Board for District No. 1: The Board discussed the resignation of Steve Beck and considered the appointment of David Solin as Secretary to the Board.

Following discussion, upon motion duly made by Director Cooper, seconded by Director D. Frank and, upon vote, unanimously carried, the Board accepted the resignation of Steve Beck as Secretary to the Board and appointed David Solin as Secretary to the Board.

Resignation and Appointment of Secretary to the Board for District No. 2: The Board discussed the resignation of Steve Beck and considered the appointment of David Solin as Secretary to the Board.

Following discussion, upon motion duly made by Director Cooper, seconded by Director Dias and, upon vote, unanimously carried, the Board accepted the resignation of Steve Beck as Secretary to the Board and appointed David Solin as Secretary to the Board.

Board Vacancy on District No. 2: The Board considered the appointment of Ms. Elsea to fill a vacancy on the Board of Directors for District No. 2.

Following discussion, upon motion duly made by Director Cooper, seconded by Director Dias and, upon vote, unanimously carried, the Board appointed Ms. Elsea to fill a vacant position on the Board of Directors for District No. 2. The Oath of Office was administered.

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Appointment of Officers for District No. 2: The Board discussed the appointment of officers.

Following discussion, upon motion duly made by Director Dias, seconded by Director D. Frank and, upon vote, unanimously carried, the following slate of officers was appointed for District No. 2:

| | |
|--------------------------------|----------------|
| President | Richard Frank |
| Treasurer/ Assistant Secretary | Daniel Frank |
| Secretary | David Solin |
| Assistant Secretary | Marc Cooper |
| Assistant Secretary | Fernando Dias |
| Assistant Secretary | Jennifer Elsea |

PUBLIC COMMENT There were no public comments.

FINANCIAL MATTERS

Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan for District No. 2: The Board discussed the Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

Following discussion, upon motion duly made by Director Cooper, seconded by Director D. Frank and, upon vote, unanimously carried, the Board adopted the Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan for District No. 2.

OPERATION AND MAINTENANCE MATTERS/CAPITAL PROJECT MATTERS

Snow Removal Services for 2022-2023 for District No. 2: The Board discussed Snow Removal Services for 2022-2023.

Following discussion, upon motion duly made by Director Dias, seconded by Director D. Frank and, upon vote, unanimously carried, the Board approved the engagement of Keesen Landscape Management, Inc. for Snow Removal Services for 2022-2023 for District No. 2.

Landscape Maintenance Services for 2023 for District No. 2: The Board discussed Landscape Maintenance Services for 2023.

Following discussion, upon motion duly made by Director Dias, seconded by Director D. Frank and, upon vote, unanimously carried, the Board approved the engagement of Keesen Landscape Management, Inc. for Landscape Maintenance Services for 2023 for District No. 2.

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LEGAL MATTERS

Dissolution Process for District No. 1: Attorney Williams discussed with the Board the dissolution process of District No. 1. No action was taken by the Board.

OTHER BUSINESS

There was no other business to discuss.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon motion duly made and seconded by, upon vote, unanimously carried, the meetings were adjourned.

Respectfully submitted,



By _____

Secretary for the Meeting