

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF KINGS POINT SOUTH METROPOLITAN DISTRICT NO. 1

Held: Wednesday, August 10, 2022 at 10:00 a.m. via Zoom teleconference.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Kent Pedersen
Debra Hessler

Also present was Clint C. Waldron, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and John Simmons, Simmons & Wheeler, District Accountant.

Call to Order/ Declaration of Quorum

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

Director Qualifications/ Conflicts of Interest/ Reaffirmation of Disclosures

Mr. Waldron 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. Waldron 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.

Approval of Agenda

The Board reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as amended.

Consider Election of Officers

of The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board unanimously elected Director Pedersen as President and Director Hessler as Secretary and Treasurer.

Public Comment

None.

Consent Agenda

The Board reviewed the items on the consent agenda. Mr. Waldron advised the Board that any item may be removed from the consent agenda to the special agenda upon the request of any director. Approval of Claims was removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved and adopted and ratified:

- November 30, 2021 Minutes.

Legal Matters

Discuss 2022 Legislative Memorandum

Ms. Murphy reviewed the 2022 Legislative Memorandum with the Board. No action taken.

Discuss Insurance Requirements (public official's liability, general liability, workers' compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special District Association

The Board reviewed the proposed general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposed general liability schedule and authorized legal counsel to bind coverage.

Discuss Exclusion from Worker's Compensation

The Board engaged in general discussion regarding exclusion from worker's compensation. Following discussion, upon a motion duly made and seconded, the Board authorized legal counsel to exclude from worker's compensation.

Consider Approval of Agency Services Agreement with T. Charles Wilson Insurance Services

Ms. Murphy reviewed the Agency Services Agreement with T. Charles Wilson Insurance Services with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Agency Services Agreement with T. Charles Wilson Insurance Services.

Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) with Lennar

Mr. Waldron reviewed the Funding and Reimbursement Agreement (Operations and Maintenance) with Lennar Colorado, LLC with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Funding and Reimbursement Agreement (Operations and

Colorado, LLC Maintenance) with Lennar Colorado, LLC as amended and subject to final legal review.

Consider Termination of Funding and Reimbursement Agreement (Operations and Maintenance) with Douglas County Associates Limited Partnership, LLLP Ms. Murphy reviewed the Termination of Funding and Reimbursement Agreement (Operations and Maintenance) with Douglas County Associates Limited Partnership, LLLP with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Termination of Funding and Reimbursement Agreement (Operations and Maintenance) with Douglas County Associates Limited Partnership, LLLP.

Consider Termination of Infrastructure Acquisitions Agreement with Douglas County Associates Limited Partnership, LLLP Ms. Murphy reviewed the Termination of Infrastructure Acquisitions Agreement with Douglas County Associates Limited Partnership, LLLP with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the Termination of Infrastructure Acquisitions Agreement with Douglas County Associates Limited Partnership, LLLP.

Discuss District Website and Consider Approval of Contract with Heather Sosa for Website Creation and Maintenance Ms. Murphy reviewed the Contract with Heather Sosa for Website Creation and Maintenance with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved Contract with Heather Sosa for Website Creation and Maintenance.

Financial Matters

Review Unaudited Financials, Schedule of Cash Position and Property Tax Reconciliation Deferred.

Other Financial Matters Mr. Simmons noted the District will need to open bank accounts with FirstBank and implement bill.com to approve invoices. Following discussion, upon a motion duly made and seconded, the Board authorized Mr. Simmons to open a bank account with FirstBank, authorized Director Pedersen and Director Hessler as signers on the account, and directed Mr. Simmons to implement bill.com to approve invoices.

SARIA Matters

Update on 2022 Bond Issuance Mr. Waldron informed the Board that SARIA is planning to refinance its outstanding debt and is working on clarifying the mill levy to be imposed.

Consider Approval of
Resolution of the Board
Designating and Substituting
the District's Designated
Representative to the South
Aurora Regional
Improvement Authority
Board of Directors

Mr. Waldron reviewed the Resolution of the Board Designating and Substituting the District's Designated Representative to the South Aurora Regional Improvement Authority Board of Directors with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the resolution appointing Director Pedersen to the SARIA Board and Directors Hessler as an alternate.

Other Business

Director Pedersen provided an update to the Board on the status of development noting that land entitlements are starting and Lennar plans to complete construction on single-family detached homes and public improvements in the beginning of 2024. Director Pedersen also noted that Lennar is thinking about whether to have a homeowners association ("HOA") operate and maintain improvements even if the District owns the tracts. Mr. Waldron noted that ARC and Covenants are easier to handle within a HOA rather than a District. Director Pedersen noted the District will be responsible for a pond and lift station but will not have a pool or community center.

Adjourn

There being no further business to come before the Board, and following discussion and upon 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 of the Meeting

The foregoing minutes were approved on the ____ day of _____, 2022.