

MINUTES OF AN ORGANIZATIONAL MEETING OF THE  
BOARD OF DIRECTORS

OF

HARVEST MILE METROPOLITAN DISTRICT

Held: Friday, July 21, 2023 at 10:00 a.m., via Zoom  
teleconference.

**Attendance**

The organizational 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:

Mindy Rietz  
Erin Stevens  
Michael Schulzek  
Jamie Pollock

Also present were Clint C. Waldron, Esq., and Tate E. Crosby, Esq., White Bear Ankele Tanaka & Waldron, District general counsel; and Diane Wheeler, Simmons & Wheeler, District Accountant.

Call to Order/Declaration of  
Quorum

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

Director Conflict of Interest  
Disclosures

Mr. Waldron 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. Mr. Waldron 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Consider Election of  
Officers

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 Rietz as President, Director Stevens as Secretary/Treasurer, and Directors Pollock and Schulzek as Assistant Secretary/Assistant Treasurer.

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 presented.

Public Comment None.

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

- Special District Disclosure Notice Pursuant to § 32-1-809, C.R.S.;
- Special District Disclosure Notice Pursuant to § 32-1-104.8, C.R.S.;
- Resolution Designating Meeting Notice Posting Location;
- Approved Resolution Adopting the Colorado Special District Records Retention Schedule;
- Public Records Request Policy;
- Resolution Adopting Personal Data Privacy Policy;
- Resolution Adopting an Electronic Signature Policy;
- Resolution Providing for the Defense and Indemnification of Directors and Employees of the District;
- Special District Disclosure Notice Pursuant to Service Plan; and
- Service Plan Intergovernmental Agreement with the City of Aurora.

### Legal Matters

Discuss and Consider Adoption of 2023 Annual Administrative Resolution Mr. Waldron reviewed the 2023 Annual Administrative Resolution. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the 2023 Annual Administrative Resolution.

### Insurance & Liability:

Discuss Director Liability Issues and Memorandum Re: Crime Coverage, Fidelity Bonds, and Designated Agent Endorsements Mr. Waldron reviewed the memorandum.

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

Mr. Waldron reviewed the insurance requirements. The Board engaged in discussion regarding general liability and property schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously directed legal counsel to bind property and liability coverage, with no excess liability insurance, approved the Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool, and authorized membership in the Special District Association.

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

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

Discuss Worker's Compensation Coverage, Consider Exclusion of Binding Coverage

The Board engaged in discussion regarding Worker's Compensation Coverage. Following discussion, upon a motion duly made and seconded, the Board unanimously approved Exclusion from binding Worker's Compensation Coverage.

### Engagement of Consultants

Consider Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services

Mr. Waldron reviewed the Engagement Letter with White Bear Ankele Tanaka & Waldron to the Board. Mr. Waldron stated as he is not independent as to the engagement, the Board is advised to have separate legal counsel review the engagement letter. The Board declined to engage separate legal counsel to review the letter. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of White Bear Ankele Tanaka & Waldron.

Discuss and Consider Engagement of District Accountant

Mr. Waldron reviewed the Engagement Letter with Simmons & Wheeler, P.C., with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement with Simmons & Wheeler, P.C.

Consider Approval of Contract with Heatherly Creative, LLC for Website Design Services

Mr. Waldron reviewed the Contract with Heather Sosa for Website Design Services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Contract with Heather Sosa for Website Design Services.

Discuss Board Email Options	Mr. Waldron noted that the law requires certain contact information be posted on the District’s website. Following discussion, upon motion duly made and seconded, the Board unanimously approved setting up a general email inbox.
Discuss and Consider Approval of Funding and Reimbursement Agreement with United Properties Development, LLC	Mr. Waldron reviewed the Funding and Reimbursement Agreement with United Properties Development, LLC. Following discussion, upon a motion duly made and seconded, the Board approved the Funding and Reimbursement Agreement, subject to changes discussed and final legal review by the parties.
Discuss Funding Acquisition and Reimbursement Agreement	Mr. Waldron reviewed the Funding, Acquisition, and Reimbursement Agreement. Following discussion, upon a motion duly made and seconded, the Board approved the Funding, Acquisition and Reimbursement Agreement, subject to changes discussed and final legal review by the parties.
Discuss 2023 Legislative Memorandum	Mr. Waldron reviewed the 2023 Legislative Memorandum.
Discuss Scheduling Town Hall Meeting Required by SB23-110	The Board engaged in discussion regarding scheduling a Town Hall Meeting as required by SB23-110 noting that the District will not be required to hold a townhall as there are no residential units within the District.
Other Legal Matters	None.

**Financial Matters**

Consider Approval of Execution of (1) Form SS-4 Application for Federal Employer Identification Number; (2) Application for Colorado Sales Tax Exemption Number; and (3) Application for Assignment of PDPA Numbers	Mr. Waldron reviewed the Form SS-4 Application for Federal Employer Identification Number, Application for Colorado Sales Tax Exemption Number, and Application for Assignment of PDPA Number (the “Applications”) with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the applications.
Discuss and Consider Establishment of Bank Account and Authorize Signers on the Accounts (with all checks requiring two signatures)	The Board engaged in general discussion regarding the establishment of bank accounts and authorizing signers on the accounts. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized establishing a bank account at FirstBank and approved all directors as authorized signers on the account.

Consider Approval of Ms. Wheeler reviewed the option for the Board to create a Bill.com  
Bill.com Account for account for the payment of claims. Following discussion, upon a  
Payment of Claims motion duly made and seconded, the Board unanimously approved  
the establishment of a Bill.com account.

Public Hearing on 2023 Director Rietz opened the public hearing on the proposed 2023  
Budget and Consider Budget. Mr. Waldron noted that the notice of public hearing was  
Approval of Resolution provided in accordance with Colorado law. No written objections  
Adopting the 2023 Budget have been received prior to the meeting. There being no public  
comment, the hearing was closed.

Ms. Wheeler reviewed the 2023 Budget and Budget Resolution  
with the Board. Following discussion, upon a motion duly made  
and seconded, the Board unanimously adopted the resolution  
adopting the 2023 Budget, and appropriating funds therefor as  
shown in the 2023 Budget.

Other Financial Matters None.

### **Other Business**

Discuss Board Vacancies The Board engaged in general discussion regarding Board  
vacancies. No action was taken.

### **Adjournment**

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.

*Erin Stevens*  
Erin Stevens (Nov 20, 2023 15:51 MST)  
Secretary for the Meeting

The foregoing minutes were approved on the 15th day of  
November, 2023.