

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
PALISADE METROPOLITAN DISTRICT NO. 2
(THE “DISTRICT”)
HELD
JUNE 9, 2022**

A regular meeting of the Board of Directors of the District (referred to hereafter as the “Board”) was convened on Thursday, the 9th day of June, 2022, at 9:30 a.m. The District Board meeting was held and properly noticed to be held by video / telephonic means via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Garrett Baum
William Branyan
Bonner Gilmore

Following discussion, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the absences of Director Tamra Schneider and Director Kevin Schneider were excused.

Also In Attendance Were:

Megan Becher; McGeady Becher P.C.
Susan Agema; CliftonLarsonAllen LLP

ADMINISTRATIVE
MATTERS

Disclosures of Potential Conflicts of Interest: The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Becher requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Becher noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes.

Quorum, Meeting Location and Posting of Meeting Notices: A quorum for the special meeting was confirmed. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. It was noted that the District Board meeting was held and properly noticed to be held by video / telephonic means via Zoom. The Board further noted that notice providing the Zoom access 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 District's boundaries.

Agenda: Attorney Becher distributed for the Board's review and approval an Agenda for the District's regular meeting. Following discussion, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the Agenda was approved.

Public Comment: There was no public comment.

Results of May 3, 2022 Directors' Election: Attorney Becher advised the Board that the election was canceled pursuant to Section 1-13.5-513, C.R.S. because there were not more candidates than seats available on the Board. It was noted that Garrett Baum, William Branyan and Bonner Gilmore were each elected by acclamation to 3-year terms ending in May, 2025.

Appointment of Officers: Upon a motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote, unanimously carried, the Board appointed the following slate of officers:

President:	Garrett Baum
Secretary:	William Branyan
Treasurer/Assistant Secretary:	Kevin Schneider
Assistant Secretary:	Bonner Gilmore
Assistant Secretary:	Tamra Schneider

Minutes of the March 3, 2022 Regular Meeting: The Board reviewed the Minutes of the March 3, 2022 Regular Meeting. Following review and discussion, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the Board approved the Minutes of the March 3, 2022 Regular Meeting.

FINANCIAL MATTERS

Financial Statements: Ms. Agema presented the unaudited financial statements for the period ending March 31, 2022 to the Board. Following review, upon motion duly made by Director Branyan, seconded by Director Baum and, upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2022.

Claims: Ms. Agema presented interim claims in the amount of \$1,450,522.33 for ratification and current claims in the amount of \$504,845.85 for approval by the Board. Following review, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the Board ratified and/or approved, as appropriate, the payment of interim claims in the amount of \$1,450,522.33 and current claims in the amount of \$504,845.85.

2021 Audit: Ms. Agema reviewed the draft 2021 Audit with the Board. Following

discussion, the Board directed staff to schedule a special meeting when an updated/complete version of the 2021 Audit is available for the Board's consideration.

LEGAL
MATTERS

Intergovernmental Agreement for Operations Cost Sharing by and between the District and Palisade Metropolitan District No. 1: Director Branyan provided an update regarding status of operations matters, noting that he needs to produce an overall operations map. The Board deferred action on this matter.

Eligible Costs for Public Infrastructure Improvements Distribution Request Nos. 98-100, from RG and Associates, LLC and authorize reimbursement pursuant to the Facilities Reimbursement Agreement by and among the District, Children's Hospital Colorado and Kevamra, LLC and/or pursuant to the Amended and Restated Facilities Funding and Acquisition Agreement by and between the District and Kevamra, LLC, as amended: Following review, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the Board accepted Eligible Costs for Public Infrastructure Improvements Distribution Request Nos. 98-100, from RG and Associates, LLC and authorized reimbursement, as appropriate, pursuant to the Facilities Reimbursement Agreement by and among the District, Children's Hospital Colorado and Kevamra, LLC and/or pursuant to the Amended and Restated Facilities Funding and Acquisition Agreement by and between the District and Kevamra, LLC, as amended.

Tract Ownership and Status of Conveyance of Tract(s) to the District: The Board discussed timing for the transfer of the barn located within the Palisade Metropolitan District No. 1 boundaries. The Board deferred action on this matter.

Conveyance of Public Improvements to the District: The Board deferred action on this matter.

CONSTRUCTION
MATTERS

District Construction Process: The Board discussed appraisal and acceptance of the barn and related matters.


OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting