

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE BERKLEY SHORES METROPOLITAN DISTRICT (THE “DISTRICT”) HELD AUGUST 17, 2022

A special meeting of the Board of Directors of the Berkley Shores Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, August 17, 2022, at 10:00 a.m., via Zoom. The meeting was open to the public.

Directors In Attendance Were:

Paul Malone, President
Philip Clow, Treasurer
Michael Martines, Assistant Secretary
Victoria Almagno, Assistant Secretary

Following discussion, upon motion duly made by Director Malone seconded by Director Chow and, upon vote, unanimously carried, the absence of Director Satt was excused.

Also In Attendance Were:

David Solin, Peggy Ripko and James Ruthven (for a portion of the meeting);
Special District Services, Inc. (“SDMS”)

Jennifer L. Ivey; Icenogle Seaver Pogue, P.C.

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Mr. Solin requested that the Directors consider whether they had any additional conflicts of interest to disclose. Mr. Solin 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. Attorney Ivey noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State at least seventy-two hours in advance of the meeting.

**PUBLIC
COMMENTS**

There were no public comments at this time.

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ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the distributed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Malone, seconded by Director Clow and, upon vote unanimously carried, the Agenda for the special meeting was approved, as presented.

Approval of Meeting Location: The Board noted that notice of the time, date, and location of the meeting was duly posted.

Minutes: The Board reviewed the Minutes of the November 1, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Malone, seconded by Director Clow and, upon vote, unanimously carried, the Minutes of the November 1, 2021 Special Meeting were approved, as presented.

Results of May 3, 2022 Cancelled Regular Directors' Elections: Mr. Solin discussed with the Board the results of the May 3, 2022 Regular Special District Election for Directors ("Election"). It was noted the Election had been cancelled, as allowed under the statute, as there were not more candidates than seats available. Directors Malone, Martines and Satt were deemed elected to three-year terms ending May 2025.

Appointment of Officers: Following discussion, upon a motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

President	Paul Malone
Treasurer	Philip Clow
Secretary	Natalie Satt
Assistant Secretary	Michael Martines
Assistant Secretary	Victoria Almagno

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims as follows:

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Fund	Period Ending Nov. 30, 2021	Period Ending Dec. 31, 2021	Period Ending Jan. 31, 2022	Period Ending Feb 28, 2022
General	\$ 11,680.28	\$ 5,730.47	\$ 3,230.89	\$ 3,654.49
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 1,567.50	\$ 1,041.60	\$ 1,066.80	\$ 1,218.24
Total	\$ 13,247.78	\$ 6,772.07	\$ 4,297.69	\$ 4,872.73

Fund	Period Ending March 31, 2022	Period Ending April 30, 2022	Period Ending May 31, 2022	Period Ending June 30, 2022
General	\$ 6,060.12	\$ 4,815.78	\$ 6,184.57	\$ 5,808.00
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 1,516.20	\$ 1,335.60	\$ 907.92	\$ 1,700.40
Total	\$ 7,576.32	\$ 6,151.38	\$ 7,092.49	\$ 7,508.40

Fund	Period Ending July 31, 2022
General	\$ 8,111.89
Debt	\$ -0-
Capital	\$ 2,309.76
Total	\$ 10,421.65

Following discussion, upon motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the Board ratified approval of the payment of the claims, as presented.

Unaudited Financial Statements and Schedule of Cash Position: Mr. Solin reviewed with the Board the unaudited financial statements of the District, setting forth the cash deposits, investments, budget analysis and the schedule of cash position statement updated as of June 30, 2022.

Following review and discussion, upon motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the unaudited financial statements and the schedule of cash position statement were accepted, as presented.

2021 Budget Amendment Hearing: Mr. Ruthven opened the public hearing to consider the Resolution to Amend the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2021 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

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Following review and discussion, Director Malone moved to adopt the Resolution to Amend 2021 Budget, Director Almagno seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-08-01 to Amend the 2021 Budget and appropriate sums of money. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2021 Audit: The Board discussed the request for an extension of time to file the 2021 Audit.

Following review and discussion, upon motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the Board ratified approval of filing an extension for 2021 Audit.

2021 Audit: The Board reviewed the 2021 Audit.

Following review and discussion, upon motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the Board approved the 2021 Audit and authorization of execution of the Audit Representations Letter.

LEGAL MATTERS

Amendment to Advance and Reimbursement Agreement for Operations and Maintenance Expenses: Ms. Ivey reviewed with the Board an Amendment to Advance and Reimbursement Agreement for Operations and Maintenance Expenses.

Following review and discussion, upon motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the Board approved the Amendment to Advance and Reimbursement Agreement for Operations and Maintenance Expenses.

COVENANT ENFORCEMENT MATTERS

Landscape Maintenance: The Board discussed the update to the landscape maintenance. The Board directed the Manager to obtain a proposal for 2023 landscape maintenance from Bolsillo Brothers.

Agreement between the District and Altitude Community Law: The Board discussed the Agreement between the District and Altitude Community Law for Covenant-Related Legal Services.

Following discussion, upon motion duly made by Director Malone, seconded by Director Almagno and, upon vote, unanimously carried, the Board ratified the approval of the Agreement between the District and Altitude Community Law for Covenant-Related Legal Services.

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Architectural Review: The Board discussed the fencing requests submitted for architectural review. The Board directed the manager to submit fencing violation to Altitude Law for enforcement action.

Covenant Conditions and Restrictions:

Lot Lines, Fencing Matters and Landscape Maintenance Options: Attorney Ivey discussed the matter of public access to the District-maintained areas with the Board. The Board directed that the District continue maintaining all areas of the District as is presently being done.

**CONSTRUCTION
MATTERS**

Development: The Board entered into discussion regarding the status of the development. It was noted the project is expected to be completed in two weeks.

OTHER BUSINESS

Attorney Ivey is reviewing the agreement with Waste Management and will report back to the Board at the November meeting if there are any issues requiring the Board's attention.

ADJOURNMENT

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

Respectfully submitted,

By Natalie Satt
Secretary for the Meeting