

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE BERKLEY SHORES METROPOLITAN DISTRICT (THE “DISTRICT”) HELD NOVEMBER 4, 2024

A regular meeting of the Board of Directors of the Berkley Shores Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, November 4, 2024, at 10:00 a.m., and held via Zoom videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Paul Malone, President
Pedram Davoudpour, Treasurer
Daniel Cohen, Assistant Secretary

Also, In Attendance Were:

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

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

Alycia Steine, District Resident

PUBLIC COMMENT

There were no public comments.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Ivey 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

Quorum/Confirmation of Meeting Location/Posting of Notice: Ms. Ripko confirmed the presence of a quorum. 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. Following discussion, and upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board determined to conduct the meeting via

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videoconference. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

Agenda: The Board reviewed the Agenda for the meeting.

Following discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board approved the Agenda.

Minutes of the July 18, 2024 Special Meeting: The Board reviewed the Minutes of the July 18, 2024 Special Meeting.

Following review and discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board approved the July 18, 2025 Special Meeting Minutes.

District Insurance: Following review and discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board approved renewing the District's general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed consultants to proceed accordingly. The Board further directed renewal of the District's Special District Association membership.

2023 Annual Report: The Board reviewed the 2023 Annual Report.

Following review and discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board ratified approval and filing of the 2023 Annual Report.

FINANCIAL MATTERS

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

<u>Fund</u>	<u>Period Ending July 2024</u>	<u>Period Ending August 2024</u>	<u>Period Ending September 2024</u>
General	\$ 13,604.75	\$ 11,466.31	\$ 12,478.24
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 1,065.18	\$ 1,423.62	\$ 1,190.94
Total	\$ 14,669.93	\$ 12,889.93	\$ 13,669.18

<u>Fund</u>	<u>Period Ending October 2024</u>
General	\$ 10,581.35
Debt	\$ 4,000.00
Capital	\$ -0-
Total	\$ 14,581.35

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

Unaudited Financial Statements and Cash Position: Mr. Ruthven reviewed the unaudited financial statements and cash position for the period ending September 30, 2024 with the Board.

Following discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board accepted the September 30, 2024 unaudited financial statements and cash position, as presented

2023 Audit: Mr. Ruthven reviewed the 2023 Audit with the Board.

Following discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board ratified the 2023 Audit and filing thereof.

2024 Audit Preparation: The Board reviewed the engagement of Simmons & Wheeler, P.C. to perform the 2024 Audit.

Following discussion, upon motion duly made by Director Cohen, seconded by Director Davoudpour, and upon vote unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. to perform the District's 2024 Audit, for an amount not to exceed \$6,500.

Public Hearing on Amendment to 2024 Budget: Director Malone opened the public hearing to consider an amendment to the 2024 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2024 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 the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Ruthven reviewed with the Board the proposed amendment to the 2024 budget and Ms. Ivey presented to the Board of Directors a Resolution for approval and adoption of the amended 2024 budget and appropriating funds therefor. After review and discussion, upon motion by Director Cohen, second by Director Davoudpour, and unanimous vote, the Board of Directors approved Resolution 2024-11-01 to amend the 2024 budget and appropriating the funds to the approved budget.

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Public Hearing on 2025 Budget: Director Malone opened the public hearing to consider the proposed 2025 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2025 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Ruthven reviewed with the Board the estimated 2024 expenditures and the proposed 2025 expenditures and Ms. Ivey presented to the Board of Directors a Resolution for approval and adoption of the 2025 budget, appropriating funds therefor, and certification of a mill levy thereunder. After review and discussion, upon motion duly made by Director Cohen, seconded by Director Davoudpour, and upon vote unanimously carried, the Board approved the 2025 Budget, as discussed, and considered adoption of Resolution No. 2025-11-02 to Adopt the 2025 Budget and Appropriate Sums of Money (50.000 mills in the General Fund and 41.744 mills in the Debt Service Fund, for a total mill levy of 91.744 mills.) Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County not later than December 15, 2024. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2025.

LEGAL MATTERS

Resolution No. 2024-11-03 Annual Resolution: The Board reviewed Resolution No. 2024-11-03 Annual Resolution.

Following discussion, upon motion duly made by Director Cohen, seconded by Director Malone, and upon vote unanimously carried, the Board adopted Resolution No. 2024-11-03 Annual Resolution, including the election of the following officers to the Board of Directors and regular meeting date/location:

President:	Paul Malone
Treasurer:	Pedram Davoudpour
Secretary:	Peggy Ripko
Assistant Secretary:	Victoria Almagno
Assistant Secretary:	Daniel Cohen

Monday, June 2, 2025 and Monday, November 3, 2025, at 10:00 A.M. via video conference at :

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<https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUIZZc1VMWTJFZjFHdz09> and via telephone conference at Dial-In: 1-719-359-4580, Meeting ID: 862 6755 0643, Passcode: 987572 .

Resolution No. 2024-11-04 Calling May 6, 2025 Election: The Board discussed the May 6, 2025 election.

Following discussion, upon motion duly made by Director Cohen, seconded by Director Davoudpour, and upon vote unanimously carried, the Board adopted Resolution No. 2024-11-04 Calling a May 6, 2025 Directors' Election which appointed Peggy Ripko as the Designated Election Official and authorized her to perform all tasks required for the May 6, 2025 Regular Election of the Board of Directors for the conduct of a mail ballot election.

Covenant/Design Standard Enforcement and Fine Imposition: The Board reviewed a Resolution Regarding Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy.

Following discussion, upon motion duly made by Director Cohen, seconded by Director Malone, and upon vote unanimously carried, the Board adopted the Resolution Regarding Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy.

First Amendment to Snow Removal Services Contract: The Board reviewed the First Amendment to Snow Removal Services Contract.

Following discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board approved the First Amendment to Snow Removal Services Contract between the District and Environmental Designs, Inc.

Amendment to Operation Funding Agreement for Operations and Maintenance Expenses: The Board reviewed an Amendment to Operation Funding Agreement for Operations and Maintenance Expenses.

Following discussion, upon motion duly made by Director Cohen, seconded by Director Malone, and upon vote unanimously carried, the Board approved the Fourth Amendment to Operation Funding Agreement Between Berkley Shores Metropolitan District and HDC 6300 Lowell Boulevard, LLLP.

Conveyance of Real Property: The Board discussed the Conveyance of Real Property.

Following discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board accepted the Conveyance of Real Property effective on or after December 1, 2024.

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COVENANT ENFORCEMENT

Dog Station Maintenance Services Contract: The Board reviewed a Dog Station Maintenance Services Contract.

Following discussion, upon motion duly made by Director Malone, seconded by Director Cohen, and upon vote unanimously carried, the Board approved the Dog Station Maintenance Services Contract between the District and Pet Scoop Inc. for Weekly Dog Station Maintenance Services.

Community Garden: The Board reviewed a proposal from Environmental Designs Inc. for installation of the water spigots in the community garden.

Following discussion, upon motion duly made by Director Cohen, seconded by Director Malone, and upon vote unanimously carried, the Board approved the Services Contract between the District and Environmental Designs Inc. for installation of the water spigots in the community garden.

Rock Replacement: The Board discussed the District's responsibility for rock replacement at 3540 W. 62nd Place, Denver, CO 80221. No action was taken.

CONSTRUCTION MATTERS

There were no construction matters to discuss.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting