

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
EAST SMOKY HILL METROPOLITAN DISTRICT NO. 2 (THE  
“DISTRICT”)  
HELD  
FEBRUARY 22, 2023

A special meeting of the Board of Directors of the East Smoky Hill Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Wednesday, February 22, 2023 at 6:00 p.m. via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Thomas Tanner, President  
Connie Buhlke, Vice President  
Laura Embleton, Secretary  
Bonnie Bowman, Treasurer  
Charlotte Faris, Assistant Secretary

#### Also, In Attendance Were:

Denise Denslow, Shauna D’Amato, Rachel Alles and Janece Soendker;  
CliftonLarsonAllen LLP (“CLA”)

### ADMINISTRATIVE MATTERS

**Call to Order and Approval of Agenda:** Director Tanner called the meeting to order at 6:00 p.m. Following review, upon a motion duly made by Director Faris, seconded by Director Bowman and, upon vote, unanimously carried, the Board approved the agenda, as amended to add a proposal from Ground Engineering and an audit engagement letter from Schilling and Company, Inc. for consideration.

**Disclosures of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. A quorum was present and it was requested that members of the Board 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 the statute. It was noted that no additional conflicts of interest were presented.

**Quorum, Location of Meeting and Posting of Meeting Notices:** The Board confirmed a quorum, the location of the meeting and the posting of the meeting notice.

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**Public Comment:** None.

### CONSENT AGENDA

**Minutes from the November 16, 2022 Meeting:** Following review, upon a motion duly made by Director Bowman, seconded by Director Embleton and, upon vote, unanimously carried, the Board approved the Consent Agenda item, as presented.

### FINANCIAL MATTERS

**Unaudited Financial Statements as of December 31, 2022 and Cash Position Report:** Ms. Soendker reviewed the Financial Statements and Cash Position Report with the Board, noting that an amendment to the 2022 Budget will be needed at the next meeting. Following review, upon a motion duly made by Director Faris, seconded by Director Embleton and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements as of December 31, 2022 and Cash Position Report, as presented.

**Bill.com Payments Totaling \$314,175.75 and Directors' Fees:** Ms. Soendker reviewed the Bill.com payments and Directors' Fees with the Board. Following review, upon a motion duly made by Director Faris, seconded by Director Embleton and, upon vote, unanimously carried, the Board ratified and approved the Bill.com payments totaling \$314,175.75 and Directors' Fees, as presented.

**Engagement Letter from Schilling & Company, Inc. to Perform 2022 Audit:** Ms. Soendker reviewed the engagement letter with the Board. Following review, upon a motion duly made by Director Faris, seconded by Director Embleton and, upon vote, unanimously carried, the Board approved the engagement letter from Schilling & Company, Inc. to perform 2022 audit, as presented.

**Other:** None.

### MANAGER MATTERS

**Park Equipment Maintenance and Updates:** Director Tanner provided an update to the Board regarding the park equipment maintenance, noting that tire swings have been delivered but have not been installed yet due to weather. He stated that the play equipment for the Lake and Lake Park, Tibet and Maplewood playgrounds is scheduled to arrive in April.

**May 2, 2023 Election:** Ms. Denslow provided an update to the Board regarding the May 2, 2023 election, noting that Director Bowman has satisfied her two-term limit but can be re-appointed after the election if the seat is not filled. It was noted that Directors Embleton, Tanner and Faris's Self-Nomination and Acceptance forms have been submitted and Director Buhlke will submit hers soon.

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**Soil Report Proposal from Ground Engineering:** Ms. Denslow reviewed the proposal with the Board, noting that the installation of shade structures at East Lake Place and South Yakima Street requires a geotechnical soil study in an amount of \$4,500. Following review and discussion, upon a motion duly made by Director Buhlke, seconded by Director Faris and, upon vote, unanimously carried, the Board approved the soil report proposal from Ground Engineering, as presented. It was noted that Director Tanner will execute the proposal.

### LANDSCAPE UPDATE

**Landscaping Activity:** No update was provided.

**Flowerscapes:** It was noted that the 2023 service agreement was approved at the November 16, 2022 meeting.

### **ColoradoScapes:**

**Proposal for 2023 Revive Treatments:** This item was deferred.

**Davey Tree:** Director Tanner provided an update to the Board, noting that Davey Tree fertilized all of the trees within the Homeowner Association and the District at the beginning of 2023.

**Other:** None.

### BOARD MEMBER MATTERS

**Status of Playground Shades:** This item was already discussed.

**Homeowner Association:** Mr. Tanner provided an update to the Board regarding the Homeowner Association.

### OTHER BUSINESS

**Other:** Director Embleton inquired about the District's Special District Association membership and payment for renewal. Ms. Alles noted that the District pays for the renewal each year and payments are being made.

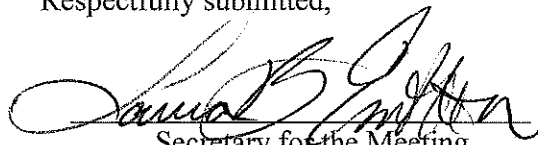
### LEGAL MATTERS

**Other:** None.

### ADJOURNMENT

There being no further business to come before the Board at this time, Ms. Denslow adjourned the meeting at 6:37 p.m.

Respectfully submitted,

  
Secretary for the Meeting