

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WALNUT PEACEMAKER METROPOLITAN DISTRICT NO. 1

Held: the 4th day of October, 2021, at 1:30 p.m. via Zoom teleconference.

Attendance

The special meeting of the Board of Directors for the Walnut Peacemaker Metropolitan District No. 1 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, having confirmed their qualification to serve, were in attendance:

Marc Cooper  
Amity Cooper  
Tracy Brooks  
Elizabeth Cooper

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka and Waldron, P.C., District General Counsel; and Paul Wilson, CliftonLarsonAllen, LLP, District Accountant.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present, and the meeting was called to order.

Director Qualification/Disclosure Matters

Mr. Waldron reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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 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.

Approval of Agenda

The Board reviewed the Agenda. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Agenda.

**Public Comment**

None.

**Consent Agenda**

The Board reviewed the items on the consent agenda. Mr. Waldron advised the Board that any item may be removed from the consent agenda to the special agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved and adopted or ratified:

- September 23, 2020 Special Meeting Minutes;
- Claims Payable in the amount of \$21,807.36;
- 2020 Annual Report to the City of Aurora;
- Special District Disclosure Notice Pursuant to §32-1-809, C.R.S.;
- Resolution Designating the Location of Regular Meetings of the Board; and
- Resolution Calling May 3, 2022 Regular Election.

**Legal Matters**

Consider Adoption of 2022 Annual Administrative Resolution

Mr. Waldron reviewed the 2022 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the 2022 Annual Administrative Resolution.

Review Insurance Property and Liability Schedule and Limits

The Board reviewed the general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the general liability schedule and limits and authorized legal counsel to bind coverage.

Discuss 2021 Legislative Update

Mr. Waldron reviewed the 2021 Legislative Update with the Board.

Discuss Aurora Regional Improvement Authority

Mr. Waldron noted the Board had previously approved entering into the (Middle) Aurora Regional Improvement Authority Establishment Agreement but noted that discussions with the City of Aurora (the “City”) and other potential members was still ongoing. Director Marc Cooper provided an update to the Board and the Board determined to defer any further action until the conversations with the City and other potential district members have concluded.

Other Legal Matters

None.

## Financial Matters

Review and Discuss Property Tax Summary and Cash Position Mr. Wilson reviewed the July 31, 2021 statement of cash position with the Board.

Public Hearing on 2021 Budget Amendment Not needed.

Consider Adoption of Resolution Amending 2021 Budget Not needed.

Public Hearing on 2022 Budget Director Marc Cooper opened the public hearing on the proposed 2022 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution Approving 2022 Budget Mr. Wilson reviewed the 2022 Budget and Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution adopting the 2022 Budget, appropriating funds therefore and certifying 70.000 mills for the general fund.

Consider Authorization for Filing 2021 Application for Exemption from Audit for Application for Exemption from Audit. The Board engaged in general discussion regarding the Application for Exemption from Audit. Following discussion, upon a motion duly made and seconded, the Board directed the District accountant to prepare and file the 2021 Application for Exemption from Audit .

Other Financial Matters None.

**Other Business** None.

**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.

*Tracy Brooks*

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Secretary for the Meeting

The foregoing minutes were approved on the 21st day of September, 2022.