

**RECORD OF PROCEEDINGS
MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
SADDLEBACK METROPOLITAN DISTRICT**

HELD: December 6, 2021 at 6:00 p.m. at Frei & Sons Inc., 35715 Hwy 40,
Building B, Ste. 100, Evergreen, CO 80439.

ATTENDANCE:

A special meeting of the Board of Directors of Saddleback Metropolitan District, Clear Creek County, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Tarly Dall, President
Lawrence DiGioia, Secretary
George Petricich, Treasurer

No Directors were absent. There are two vacancies on the Board.

Also in attendance were Tom George of Spencer Fane LLP, District Counsel; and Krista Koenig of Marchetti & Weaver, LLC, District Accountant.

CALL TO ORDER:

Director Dall noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order at 6:07 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST:

Mr. George discussed the state law requirements for disclosure of potential conflicts of interest with the Directors. It was noted there were no new conflicts.

APPROVAL OF AGENDA:

The Board approved the agenda as presented.

MEETING MINUTES:

None.

APPROVAL OF MEETING MINUTES:

Following discussion, upon a motion duly made, seconded and, unanimously carried, the Board approved the minutes of the October 4, 2021 special meeting as presented.

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RATIFY MARCHETTI & WEAVER'S ENGAGEMENT AS ACCOUNTANT:

Ms. Koenig presented Marchetti & Weaver's engagement letter to the Board. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board approved the engagement as presented.

FINANCIAL MATTERS:

- a. Claims Payable: The Board discussed the status of claims payable, and Ms. Koenig noted that she was still gathering information on past claims. Following discussion, the Board deferred approval of claims payable.
- b. Financial Statements: Ms. Koenig presented the District's current financial statements. After discussion, upon a motion duly made, seconded, and unanimously carried, the Board accepted the Financial Statements as presented.
- c. Amended 2021 Budget. It was noted that proper publication had been made in order for the District to conduct a public hearing on 2021 budget amendment. The public hearing was opened. There being no members of the public present, the public hearing was closed.

Ms. Koenig presented the proposed 2021 budget amendment to the Board. Following discussion of the proposed budget, the Board reviewed the resolution indicating the adoption of the amended budget as shown and appropriation of the funds as shown. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the resolution.

- d. 2022 Budget and Budget Hearing. It was noted that proper publication had been made in order for the District to conduct a public hearing on the proposed 2022 budget. The public hearing was opened. There being no members of the public present, the public hearing was closed.

Ms. Koenig presented the proposed 2022 budget to the Board. Following discussion of the proposed budget, the Board reviewed the resolution indicating the adoption of the budget as shown and appropriation of the funds as shown. Upon motion duly made, seconded and upon vote unanimously carried, the Board (1) approved and adopted the 2022 budget as presented, (2) approved and adopted the mill levy as indicated in the resolution within said Resolution, (3) authorized the President and the Secretary to sign the necessary documentation, and (4) directed that the Certification of the Tax Levies be submitted to the County of Clear Creek by the accountant no later than December 15, 2021, and for general counsel to file the adopted budget with the Division of Local Government prior to January 31, 2022. The Board further directed that the Resolution adopting the 2022 budget be attached to these minutes and incorporated herein by this reference.

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RESOLUTION CALLING MAY 3, 2022 REGULAR ELECTION:

Mr. George presented the proposed Resolution to the Board. Following discussion, upon a motion duly made, seconded and, unanimously carried, the Board approved the Resolution.

CONSIDER 2022 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION:

Mr. George presented the proposed Resolution to the Board. Following discussion, upon a motion duly made, seconded and, unanimously carried, the Board approved the Resolution with changes as discussed.

OTHER BUSINESS:

Discussion ensued regarding issues presented by Mr. Revenig and Uphill LLC at the September meeting. The Board did not take any action.

Ms. Koenig recommended to the Board that the District establish a Colotrust account. Following discussion, upon a motion duly made, seconded and, unanimously carried, the Board approved Marchetti & Weaver setting up accounts for the District with Colotrust.

Ms. Koenig recommended to the Board that the District establish and utilize a bill.com account to pay claims. Following discussion, upon a motion duly made, seconded and, unanimously carried, the Board approved setting up a Bill.com account for District payables and the Board determined that Director Petricich would serve as the primary approver with Director DiGioia as a secondary approver.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at 7:35 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of Saddleback Metropolitan District.

Lawrence DiGioia

Secretary to the Board

SIGNATURE CERTIFICATE



REFERENCE NUMBER

A8DC0FBB-19E1-4778-8DEC-6F893C0B2B00

TRANSACTION DETAILS	DOCUMENT DETAILS
<p>Reference Number A8DC0FBB-19E1-4778-8DEC-6F893C0B2B00</p> <p>Transaction Type Signature Request</p> <p>Sent At 09/12/2022 16:30 EDT</p> <p>Executed At 09/20/2022 13:56 EDT</p> <p>Identity Method email</p> <p>Distribution Method email</p> <p>Signed Checksum b477ea2bfff0c4dd4f1c66c6c5190574ea914e77c98f28c8dd2a54464d0802ea4</p> <p>Signer Sequencing Disabled</p> <p>Document Passcode Disabled</p>	<p>Document Name Saddleback Md 12-6-21 Draft Minutes 6529009 1</p> <p>Filename saddleback_md_12-6-21_draft_minutes_6529009_1_.docx</p> <p>Pages 3 pages</p> <p>Content Type application/vnd.openxmlformats-officedocument.wordprocessingml.document</p> <p>File Size 27.4 KB</p> <p>Original Checksum 25c4e26557feaa75bcc998d6821b1eb02e9b36e4048f033cab170c487022192b</p>

SIGNERS

SIGNER	E-SIGNATURE	EVENTS
<p>Name Lawrence DiGioia</p> <p>Email ldigi24@gmail.com</p> <p>Components 1</p>	<p>Status signed</p> <p>Multi-factor Digital Fingerprint Checksum bc0a9164e312dee3526a75be6a4c1e04ee05e2a966951999da6945b7095b0bb5</p> <p>IP Address 23.113.139.18</p> <p>Device Chrome via Windows</p> <p>Typed Signature </p> <p>Signature Reference ID EF6ADEA2</p>	<p>Viewed At 09/20/2022 13:55 EDT</p> <p>Identity Authenticated At 09/20/2022 13:56 EDT</p> <p>Signed At 09/20/2022 13:56 EDT</p>

AUDITS

TIMESTAMP	AUDIT
09/12/2022 16:30 EDT	Robin Navant (rnavant@spencerfane.com) created document 'saddleback_md_12-6-21_draft_minutes_6529009_1_.docx' on Chrome via Windows from 24.8.241.107.
09/12/2022 16:30 EDT	Lawrence DiGioia (ldigi24@gmail.com) was emailed a link to sign.
09/16/2022 19:03 EDT	Lawrence DiGioia (ldigi24@gmail.com) was emailed a reminder.
09/20/2022 10:21 EDT	Lawrence DiGioia (ldigi24@gmail.com) was emailed a reminder.
09/20/2022 10:26 EDT	Lawrence DiGioia (ldigi24@gmail.com) was emailed a reminder.
09/20/2022 13:55 EDT	Lawrence DiGioia (ldigi24@gmail.com) viewed the document on Chrome via Windows from 23.113.139.18.
09/20/2022 13:56 EDT	Lawrence DiGioia (ldigi24@gmail.com) authenticated via email on Chrome via Windows from 23.113.139.18.
09/20/2022 13:56 EDT	Lawrence DiGioia (ldigi24@gmail.com) signed the document on Chrome via Windows from

23.113.139.18.