

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

LLA METROPOLITAN DISTRICT NO. 1

Held: September 22, 2021 at 3:00 P.M

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Lloyd Land  
Vern Burke  
Triston Land-Clow  
Shane Olson

Also present were: Jennifer Gruber Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and Diane Wheeler, Simmons & Wheeler, District Accountant.

**ADMINISTRATIVE MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with 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. Ms. Tanaka noted that a quorum was present and 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Tanaka presented the Board with the proposed agenda for the meeting. Upon motion of Mr. Olson, seconded by Mr.

Burke, the Board unanimously approved the agenda as amended to remove item C from the Consent Agenda.

**Excusal of Absence**

The Board noted the absence of Mr. Brandt. Upon motion of Mr. Olson, seconded by Mr. Burke, the Board unanimously excused his absence.

**PUBLIC COMMENT**

None.

**CONSENT AGENDA**

The Board was presented with the consent agenda items. Upon motion of Mr. Burke, seconded by Mr. Land-Clow, the Board unanimously took the following actions:

- a. Approved the Minutes from the October 22, 2020 Special Meeting
- b. Ratified the Payment of Claims (October 22, 2020 – September 22, 2021) (\$17,879.22)
- c. REMOVED
- d. Acceptance of Unaudited Financial Statements as of June 30, 2021
- e. Ratified the Engagement Letter with Wipfli, LLP for 2020 Audit Services
- f. Approved the Termination of Funding, Acquisition and Reimbursement Agreement for Improvement with Vern Burke
- g. Approved the First Amendment to Funding, Acquisition and Reimbursement Agreement for Improvements with Lloyd Land
- h. Adopted Resolution No. 2021-09-01: Resolution Designating the Location of Meetings

**FINANCIAL MATTERS**

**2020 Audit**

Ms. Wheeler presented the Board with the 2020 audit noting that the auditor is prepared to issue a clean, unmodified opinion, which is the best opinion that can be received.

Upon motion of Mr. Olson, seconded by Mr. Burke, the Board unanimously accepted the 2020 audit and approved the execution of the client representation letter.

**LEGAL MATTERS**

None.

**OTHER BUSINESS**

**Next Regular Meeting**

The next meeting is scheduled for October 27, 2021, at 1:00 P.M.

## ADJOURNMENT

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*Vern Burke*

[Vern Burke \(Oct 28, 2021 14:07 MDT\)](#)

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Secretary for the District