MINUTES OF A CONTINUED SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SILVER PEAKS EAST METROPOLITAN DISTRICT HELD DECEMBER 10, 2020

A continued special meeting of the Board of Directors (the "Board") of the Silver Peaks East Metropolitan District (the "District") was convened on Thursday, the 10th day of December, 2020, at 10:00 P.M. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by Zoom call. The meeting was open to the public via Zoom call.

ATTENDANCE

Directors In Attendance Were:

Harvey E. Deutsch Steve A. Steele Michael Blumenthal Michael Cannon Michael Bird

Also In Attendance Were:

Judy Leyshon; Special District Management Services, Inc.

MaryAnn M. McGeady, Esq. and Samantha Lillehoff, Esq.; McGeady Becher, P.C

Alex Fink; CliftonLarsonAllen LLP

Matthew Ruhland Esq., Collins, Cockrel & Cole P. C.

James Brown Esq., James E. Brown & Associates, P. C.

Edward R. Gorab Esq., Davis and Ceriani, P. C.

DISCLOSURE 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 and to the Secretary of State. Attorney McGeady noted that a quorum was present and requested members of the Board 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 the statute. Attorney McGeady noted that all Directors' Disclosure Statements had been filed.

<u>ADMINISTRATIVE</u> MATTERS

Engagement of Collins Cockrel and Cole P.C. as District General Counsel: Deferred.

Acceptance of the resignation of McGeady Becher P.C. as District General Counsel: Deferred.

Agenda: Ms. Leyshon distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Deutsch, seconded by Director Steele and, upon vote, unanimously carried, the Agenda was approved, as amended.

<u>Approval of Meeting Location</u>: 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, upon motion duly made by Director Deutsch, seconded by Director Steele and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries, or within the County in which the District is located, or within twenty (20) miles from the District boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

<u>2021 Meeting Dates</u>: Following discussion, the Board deferred meeting dates for 2021 until the next meeting on Friday December 11, 2020 at 10:00 AM.

Transparency Notice §32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2021: Following discussion, the Board deferred §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2021 until the next meeting on Friday December 11, 2020 at 10:00 AM.

PUBLIC COMMENTS

There were no public comments.

CONSENT AGENDA

None.

FINANCIAL

MATTERS

<u>2020 Budget Amendment Hearing</u>: The President opened the public hearing to consider a Resolution to Amend the 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 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 this public hearing. No public comments were received and the public hearing was closed.

Following review and discussion, Director Blumenthal moved to adopt Resolution No. 2020-12-01; Amending the 2020 Budget, Director Steele seconded the motion and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2020 Budget.

<u>2021 Budget Hearing</u>: The President opened the Public Hearing to consider the proposed 2021 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2021 Budget and the date, time and location of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing. No public comments were received and the Public Hearing was closed.

Mr. Fink reviewed the estimated 2020 expenditures and the proposed 2021 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2020-12-02; Resolution to Adopt the 2021 Budget and Appropriate Sums of Money, and Resolution No. 2020-12-03; Resolution to Set Mill Levies (for the General Fund at 66.794 mills, for the Debt Service Fund at 0.000 mills, and for Other Fund(s) at 0.000 mills, for a total mill levy of 66.794 mills). Upon motion duly made by Director Blumenthal, seconded by Director Steele and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2020. Ms. Leyshon was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Broomfield County not later than December 15, 2020. Ms. Leyshon was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

<u>DLG-70 Mill Levy Certification Form</u>: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Deutsch, seconded by Director Steele and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Preparation of the 2022 Budget: The Board discussed preparation of the 2022 Budget.

Following discussion, the Board deferred discussion of this matter.

LEGAL MATTERS

<u>Ditch Easement Agreement</u>: Following discussion, Attorney Ruhland reported there was no need to amend the Ditch Easement Agreement between the District and the Farmers Reservoir and Irrigation Company (FRICO).

Intergovernmental Agreement Partial Assignment Concerning Maintenance of Certain Speer Canal Crossing Improvements by and between the Town of Lochbuie and the District: Following discussion, the Board deferred discussion of this matter.

Any reimbursement otherwise owing under the Operation Funding Agreement by and between the District and LOB LLC, as amended, and the Facilities Funding and Acquisition Agreement by and between the District and LOB LLC to Melody Homes, Inc.: Following discussion, the Board deferred discussion of this matter.

<u>Termination of Operation Funding Agreement by and between the District and LOB LLC</u>: Following discussion, the Board deferred discussion of this matter.

<u>Termination of Facilities Funding and Acquisition Agreement by and between the District and LOB LLC</u>: Following discussion, the Board deferred discussion of this matter.

OTHER MATTERS

Resignations of Directors Blumenthal, Deutsch and Steele from the Board of **Directors.**: There were no resignations noted at this meeting.

ADJOURNMENT

Following discussion, upon motion duly made by Director Deutsch, and seconded by Director Steele and, upon vote, unanimously carried, the Board determined to continue this meeting to December 11, 2020 at 10:00 AM.

Respectfully submitted,					
By:	Mall Calm				
, _	Secretary for the Meeting				

RESOLUTION NO. 2020 - 12 - 02

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SILVER PEAKS EAST METROPOLITAN DISTRICT TO ADOPT THE 2021 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Silver Peaks East Metropolitan District ("District") has appointed the District Accountant to prepare and submit a proposed 2021 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2020, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on December 10, 2020, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any inter-fund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Silver Peaks East Metropolitan District:

- 1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Silver Peaks East Metropolitan District for the 2021 fiscal year.
- 2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 10th day of December, 2020.

Secretary

(SEAL)

EXHIBIT A (Budget)

SILVER PEAKS EAST METROPOLITAN DISTRICT

ANNUAL BUDGET

FOR THE YEAR ENDING DECEMBER 31, 2021

SILVER PEAKS EAST METROPOLITIAN DISTRICT SUMMARY 2021 BUDGET

WITH 2019 ACTUAL AND 2020 ESTIMATED For the Years Ended and Ending December 31,

	,	ACTUAL 2019	ES	STIMATED 2020	В	UDGET 2021
BEGINNING FUND BALANCES	\$	(11,041)	\$	(22,134)	\$	100
REVENUES Property taxes Specific ownership tax Developer advance		158 11 100,872		156 11 97,067		152 8 74,840
Total revenues		101,041		97,234		75,000
Total funds available		90,000		75,100		75,100
EXPENDITURES General Fund Capital Projects Fund		79,309 32,825		75,000 -		75,000 -
Total expenditures		112,134		75,000		75,000
Total expenditures and transfers out requiring appropriation		112,134		75,000		75,000
ENDING FUND BALANCES	\$	(22,134)	\$	100	\$	100
EMERGENCY RESERVE TOTAL RESERVE	\$ \$	-	\$ \$	100 100	\$ \$	100 100

SILVER PEAKS EAST METROPOLITIAN DISTRICT PROPERTY TAX SUMMARY INFORMATION 2021 BUDGET

WITH 2019 ACTUAL AND 2020 ESTIMATED For the Years Ended and Ending December 31,

		ACTUAL 2019	ES	STIMATED 2020	E	BUDGET 2021
Agricultural	\$	2,390	\$	2,330	\$	2,280
Certified Assessed Value	\$	2,390	\$	2,330	\$	2,280
MILL LEVY						
General		66.333		66.794		66.794
Total mill levy	_	66.333		66.794		66.794
PROPERTY TAXES General		159	\$	156	\$	152
Levied property taxes		159		156		152
Adjustments to actual/rounding		(1)		-		-
Budgeted property taxes	\$	158	\$	156	\$	152
BUDGETED PROPERTY TAXES						
General	\$	158	\$	156	\$	152
	\$	158	\$	156	\$	152

SILVER PEAKS EAST METROPOLITIAN DISTRICT GENERAL FUND 2021 BUDGET

WITH 2019 ACTUAL AND 2020 ESTIMATED For the Years Ended and Ending December 31,

	P	ACTUAL 2019	ES	TIMATED 2020	В	SUDGET 2021
BEGINNING FUND BALANCE	\$	(11,041)	\$	(12,280)	\$	100
REVENUES						
Property taxes		158		156		152
Specific ownership tax		11		11		8
Developer advance		77,901		87,213		74,840
Total revenues		78,070		87,380		75,000
Total funds available		67,029		75,100		75,100
EXPENDITURES						
General and administrative						
Accounting		24,775		15,000		15,000
County Treasurer's fee		2		2		2
Dues and licenses		559		600		600
District management		4,418		20,000		20,000
Election expense		-		1,000		1,000
Insurance and bonds		2,791		3,000		3,000
Legal services		46,313		29,000		29,000
Miscellaneous		451		6,398		6,398
Total expenditures		79,309		75,000		75,000
Total expenditures and transfers out						
requiring appropriation		79,309		75,000		75,000
ENDING FUND BALANCE	\$	(12,280)	\$	100	\$	100
EMERGENCY RESERVE	\$		\$	100	\$	100
TOTAL RESERVE	\$	-	\$	100	\$	100

SILVER PEAKS EAST METROPOLITIAN DISTRICT CAPITAL PROJECTS FUND 2021 BUDGET

WITH 2019 ACTUAL AND 2020 ESTIMATED For the Years Ended and Ending December 31,

	ACTUAL 2019		ESTIMATED 2020		В	UDGET 2021
BEGINNING FUND BALANCE	\$	-	\$	(9,854)	\$	-
REVENUES						
Developer advance		22,971		9,854		-
Total revenues		22,971		9,854		-
Total funds available		22,971		-		-
EXPENDITURES						
General and Administrative		07 760				
Legal services Capital Projects		27,760		-		-
FRICO Ditch Easement		5,065		-		-
Total expenditures		32,825		-		-
Total expenditures and transfers out						
requiring appropriation		32,825		-		-
ENDING FUND BALANCE	\$	(9,854)	\$	-	\$	-

SILVER PEAKS EAST METROPOLITAN DISTRICT 2021 BUDGET SUMMARY OF SIGNIFICANT ASSUMPTIONS

Services Provided

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized on December 1, 2016, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located in Town of Lochbuie, Weld County, Colorado.

The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety protection, park and recreation, transportation, fire protection, television relay and translation, security services, incremental drilling and mosquito control improvements and services.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area, however, as of the date of this budget, the amount and timing of any debt issuances is not determinable.

The District has no employees and all administrative functions are contracted.

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statues C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

Revenues

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or, if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Under the consolidated Service Plan, the District is limited to the imposition of a mill levy in an amount not to exceed 60 mills; provided, however, that in the event the method of calculating assessed valuation is changed after the date of approval of the Service Plan, the mill levy limitation provided for the District will be automatically increased or decreased to reflect such changes, so that to the extent possible, the actual tax revenues generated by the mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation to assessed valuation shall be deemed to be a change in the method of calculating assessed valuation. On August 2, 2016, the date of the consolidated Service Plan, the ratio of actual valuation to assessed valuation was 7.96% and currently the ratio is at 7.15%. Due to this ratio change, the District's mill levy was increased to 66.794 mills.

SILVER PEAKS EAST METROPOLITAN DISTRICT 2021 BUDGET SUMMARY OF SIGNIFICANT ASSUMPTIONS

Revenues (continued)

The calculation of the taxes levied is displayed on the Property Tax Summary page of the Budget at the adopted mill levy imposed by the District.

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 5% of the property taxes collected.

Developer advance

The District is in the development stage. As such, the operating and administrative expenditures will be funded by the Developer, as well as the capital expenditures until bonds are issued. Developer advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse the Developer from bond proceeds and other legally available revenue.

Expenditures

County Treasurer's Fees

County Treasurer's collection fees have been computed at 1.5% of property tax collected.

General and administration

General and administration expenditures have been provided based on estimates of the District's Board of Directors and consultants and include the services necessary to maintain the District's administrative viability such as legal, accounting, managerial, insurance, meeting expense, and other administrative

Reserves

Emergency Reserve

The District has provided for an emergency reserve fund equal to at least 3% of fiscal year spending for 2021 as defined under TABOR.

This information is an integral part of the accompanying budget.

I, Judy Leyshon, hereby certify that I am the duly appointed Secretary of the Silver Peaks East Metropolitan District, and that the foregoing is a true and correct copy of the budget for the budget year 2021, duly adopted at a meeting of the Board of Directors of the Silver Peaks East Metropolitan District held on December 10, 2020.

By: Jessey Lepshor
Secretary

RESOLUTION NO. 2020 - 12 - 03

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SILVER PEAKS EAST METROPOLITAN DISTRICT TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Silver Peaks East Metropolitan District ("District") has adopted the 2021 annual budget in accordance with the Local Government Budget Law on December 10, 2020; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2021 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Silver Peaks East Metropolitan District:

- 1. That for the purposes of meeting all general fund expenses of the District during the 2021 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 2. That for the purposes of meeting all debt service fund expenses of the District during the 2021 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 3. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of Weld County, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT** A and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 10th day of December, 2020.

Judy Sushon Secretary

(SEAL)

EXHIBIT A

(Certification of Tax Levies)

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners ¹ of Weld County		, Colorado.
On behalf of the Silver Peaks East Metropolitan Distriction	t	,
	(taxing entity) ^A	
the Board of Directors	R	
of the Silver Peaks East Metropolitan Distric	(governing body) ^B t (local government) ^C	
Hereby officially certifies the following mills to be levied against the taxing entity's GROSS assessed valuation of: Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area ^F the tax levies must be calculated using the NET AV. The taxing entity's total \$\frac{2,280}{(NET^G)}\$	assessed valuation, Line 2 of the Certifical Assessed valuation, Line 4 of the Certifical LUE FROM FINAL CERTIFICATION BY ASSESSOR NO LATER THE	cation of Valuation Form DLG 57) N OF VALUATION PROVIDED
	or budget/fiscal year	2021 .
(no later than Dec. 15) (mm/dd/yyyy)		(уууу)
PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	66.794mills	\$152
2. <minus></minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	<u>\$</u> < >
SUBTOTAL FOR GENERAL OPERATING:	66.794 mills	\$ 152
3. General Obligation Bonds and Interest ^J	mills	\$
4. Contractual Obligations ^K	mills	\$
5. Capital Expenditures ^L	mills	\$
6. Refunds/Abatements ^M	mills	\$
7. Other ^N (specify):	mills	\$
	mills	\$
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	66.794 mills	\$ \$152
Contact person: (print) Jason Carroll	Daytime	710
Signed: Taren Carrol	Title: Accountant f	for the District
Include one copy of this tax entity's completed form when filing the local go Division of Local Government (DLG), Room 521, 1313 Sherman Street, Det	vernment's budget by January 31st,	per 29-1-113 C.R.S., with the

Page 1 of 4 DLG 70 (Rev.6/16)

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.

² Levies must be rounded to three decimal places and revenue must be calculated from the total <u>NET assessed valuation</u> (Line 4 of Form DLG57 on the County Assessor's **FINAL** certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONI	OS ^J :	
1.	Purpose of Issue:	
	Series:	
	Date of Issue:	
	Coupon Rate:	
	Maturity Date:	
	Levy:	
	Revenue:	
2.	Purpose of Issue:	
	Series:	
	Date of Issue:	
	Coupon Rate:	
	Maturity Date:	
	Levy:	
	Revenue:	
CONT	ΓRACTS ^κ :	
3.	Purpose of Contract:	
	Title:	
	Date:	
	Principal Amount:	
	Maturity Date:	
	Levy:	
	Revenue:	
4.	Purpose of Contract:	
	Title:	
	Date:	
	Principal Amount:	
	Maturity Date:	
	Levy:	
	Revenue:	

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

Page 2 of 4 DLG 70 (Rev.6/16)