

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SORREL RANCH METROPOLITAN DISTRICT HELD MAY 29, 2020

A Special Meeting of the Board of Directors (referred to hereafter as "Board") of the Sorrel Ranch Metropolitan District (referred to hereafter as "District") was convened on Friday, the 29th day of May, 2020, at 6:30 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 via conference call. The meeting was open to the public via conference call.

ATTENDANCE

Directors In Attendance Were:

Mark Selden
David Bourne
Melissa Zajac
Ryan C. Jones

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Emily Murphy, Esq.; McGeady Becher P.C.

Vy Nguyen; CliftonLarsonAllen LLP

Creig Veldhuizen and Jake Smith; Piper Sandler & Co. (for a portion of the meeting)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

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 of Directors and to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. There were no potential conflicts disclosed and it was noted that all members of the Board are residents of the District.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin 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 Selden, seconded by Director Bourne and, upon vote, unanimously carried, the Agenda was approved, as amended.

Meeting Location/Posting of Notice: 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 Selden, seconded by Director Jones and, upon vote, unanimously carried, the Board determined that 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 conference call at the above-stated time and date. The Board further noted that notice of the time, date and manner was duly posted and that they have not received any objections to the manner or any requests that the meeting manner be changed by taxpaying electors within the District’s boundaries.

Results of Cancelled May 5, 2020 Regular Election: Mr. Solin discussed with the Board the results of the May 5, 2020 Regular Election for Directors (“Election”). It was noted that the Election was cancelled, as permitted by statute and that Director Jones was deemed elected for a two-year term ending in 2022 and Directors Bourne and Zajac were deemed elected for three-year terms ending in 2023.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Selden, seconded by Director Bourne and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Mark Selden
Treasurer	David Bourne
Secretary	David Solin (non-elected)
Assistant Secretary	Melissa Zajac
Assistant Secretary	Ryan C. Jones

RECORD OF PROCEEDINGS

February 19, 2020 Special Meeting Minutes: The Board reviewed the Minutes of the February 19, 2020 Special Meeting.

Following review, upon motion duly made by Director Selden, seconded by Director Zajac and, upon vote, unanimously carried, the Minutes of the February 19, 2020 Special Meeting were approved, as presented.

**PUBLIC
COMMENTS**

There were no public comments.

**FINANCIAL
MATTERS**

Possible Bond Refunding: Mr. Veldhuizen and Mr. Smith presented to the Board possible options for refunding the District's General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2006 and Subordinate General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2006 (collectively, the "Series 2006 Bonds"). Mr. Veldhuizen recommended the District issue a Request for Proposals for Investment Banking and Underwriting Services ("RFQ") and presented a draft of the RFQ for the Board's review.

Following extensive discussion, upon motion duly made by Director Jones, seconded by Director Selden and, upon vote, unanimously carried, the Board authorized Piper Sandler & Co. to finalize and issue the RFQ and to report back to the Board at a special meeting its recommendation for an underwriter based of the proposals received in response to the RFQ.

The District's Inability to Make Full Scheduled Bond Payments: The Board deferred discussion at this time.

2019 Audit: Ms. Nguyen presented to the Board the 2019 Audited Financial Statements.

Following review and discussion, upon motion duly made by Director Selden, seconded by Director Bourne and, upon vote, unanimously carried, the Board approved the 2019 Audit, subject to final legal review, and authorized the execution of the Representations Letter.

Claims: The Board considered ratification of the payment of claims through the period ending as follows:

Fund	Period Ending March 16, 2020	Period Ending April 15, 2020	Period Ending May 11, 2020
General	\$ 5,562.38	\$ 5,724.16	\$ 4,286.37
Debt Service	\$ 1,250.00	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ --0-	\$ -0-
Total Claims	\$ 6,812.38	\$ 5,724.16	\$ 4,283.37

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Bourne, seconded by Director Selden and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

Financial Statements: Ms. Nguyen reviewed with the Board the unaudited financial statements through March 31, 2020.

Following discussion, upon motion duly made by Director Selden, seconded by Director Bourne and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through March 31, 2020, as presented.

Appointment of District Accountant to Prepare 2021 Budget: Following discussion, upon motion duly made by Director Selden, seconded by Director Bourne, and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the District's 2021 Budget and set the Public Hearing to adopt the 2021 Budget for November 5, 2020.

LEGAL MATTERS

Financial Services Agreement between the District and Piper Sandler & Co.: Following discussion, upon motion duly made by Director Bourne, seconded by Director Selden and, upon vote, unanimously carried, the Board ratified approval of the Financial Services Agreement between the District and Piper Sandler & Co.

OTHER MATTERS

There were no other matters to discuss.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Bourne, seconded by Director Jones and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By 

Secretary for the Meeting