

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

DOUTHIT METROPOLITAN DISTRICT

Held: Tuesday, November 12, 2019, at 10:00 A.M., at 4866 Highway 66, Longmont, Colorado.

**ATTENDANCE**

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

Mark Drouhard

Also present were: Jennifer Gruber Tanaka, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, District general counsel (*via* speakerphone); and Debra Douthit, Douthit Longmont, LLC.

**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.

Agenda

Ms. Tanaka presented the Board with the agenda for the meeting. Upon motion of Mr. Drouhard, the Board unanimously approved the agenda as presented.

**PUBLIC COMMENT**

None.

**CONSENT AGENDA**

The Board was presented with the consent agenda items. Upon motion of Mr. Drouhard, the Board unanimously took the following actions:

- a. Approved the Minutes from October 31, 2018 Regular Meeting
- b. Adopted Resolution No. 2019-11-01: 2020 Administrative Matters Resolution
- c. Adopted Resolution No. 2019-11-02: Calling the May 5, 2020 Election
- d. Ratified the Payment of Claims as of November 12, 2019 (\$24,305.92)
- e. Approved the Payment of Claims as of November 12, 2019 (\$2,119.91)
- f. Accepted the Unaudited Financial Statements as of September 30, 2019
- g. Approved the Termination of Funding and Reimbursement Agreement with Douthit Longmont, LLC
- h. Acknowledged the Resignation of Simmons & Wheeler, P.C., as District Accountants
- i. Approved the Engagement Letter with Schilling & Co., as District Accountants

**FINANCIAL MATTERS**

Conduct Public Hearing on 2020 Budget and Adoption of Resolution No. 2019-11-03 Adopting Budget, Imposing Mill Levy and Appropriating Funds

Mr. Drouhard opened the public hearing on the 2020 budget. Ms. Tanaka noted that notice of the public hearing was published in accordance with Colorado law and noted that no written objections were received prior to the hearing. Ms. Wheeler reviewed the draft budget with the Board. There being no public comment, Mr. Drouhard closed the public hearing.

Upon motion of Mr. Drouhard, the Board unanimously approved the budget and adopted Resolution No. 2019-11-03 Adopting Budget, Imposing Mill Levy and Appropriating Funds.

Approval of Opening of ColoTrust Account

The Board discussed the desire to open an account at ColoTrust so that the District can earn a better interest rate on funds in its coffers. Upon motion of Mr. Drouhard, the Board unanimously approved the opening of a ColoTrust account.

Banking Institutions for Checking Account and Consider Change in Same

The Board discussed the possibility of changing banking institutions. The Board directed Mr. Schilling to work with Mr. Schell to open a checking account as directed by the Board.

## LEGAL MATTERS

Discuss HB19-1087 and Meeting Notice Posting Requirements

Ms. Tanaka updated the Board with regarding to new legislation that became effective as of August 2, 2019, which allows districts to post notices of meetings electronically on a district-dedicated website. Ms. Tanaka noted an option for the hosting for the website, which is free to public entities, is the Statewide Internet Portal Authority (“SIPA”). The Board determined not to create a website for the District at this time.

## DIRECTOR MATTERS

Appointment of Directors to Board and Administration of Oaths of Office

Ms. Tanaka noted that the Board currently has four vacancies and noted that Mr. Mark Schell, Ms. Deborah Shell, Mr. William Schell, and Ms. Anna Schell are interested in being appointed to the Board. Upon motion of Mr. Drouhard, the Board unanimously appointed Mr. Mark Schell, Ms. Deborah Shell, Mr. William Schell, and Ms. Anna Schell to the Board and administered the oaths of office to each. The Board directed legal counsel to file the oaths of office and certificates of appointment in accordance with Colorado law.

Election of Officers

Ms. Tanaka noted the need for the Board to have a President, Treasurer and a Secretary, which position does not have to be a member of the Board. Upon motion of Mr. Drouhard, the Board unanimously appointed the following officers:

President:	Mark Schell
Secretary/Treasurer:	Deborah Schell
Assistant Secretary:	Anna Schell
Assistant Secretary:	William Schell
Assistant Secretary:	Mark Drouhard
Recording Secretary:	Legal Counsel

## OTHER BUSINESS

Next Meeting

The next regular meeting of the District is scheduled for October 28, 2020, at 11:00 A.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.

*Deborah M. Schell*

[Deborah M. Schell \(Apr 30, 2020\)](#)

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Secretary for the Meeting