

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

DOUTHIT METROPOLITAN DISTRICT

Held: Friday, December 4, 2020, at 3:00 P.M. Via Telephone: 303-858-1802, Pin: 1102

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

ATTENDANCE

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

Mark Schell
Deborah Schell
William Schell

Also present were: Jennifer Gruber Tanaka, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, District general counsel; and Neil Schilling, Schilling & Co., 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.

Agenda Ms. Tanaka presented the Board with the agenda for the meeting. Upon motion of Mr. M. Schell, seconded by Mr. W. Schell, the Board unanimously approved the agenda as presented.

Excusal of Absence The Board noted the absence of Ms. A. Schell. Upon motion of Mr. M. Schell, seconded by Mr. W. Schell, the Board unanimously excused her absence.

PUBLIC COMMENT None.

CONSENT AGENDA The Board was presented with the consent agenda items. Upon motion of Mr. M. Schell, seconded by Mr. W. Schell, the Board unanimously took the following actions:

- a. Approved the Minutes from April 29, 2020 Special Meeting
- b. Adopted Resolution No. 2020-12-01: Annual Administrative Resolution
- c. Adopted Resolution No. 2020-12-02: Extending Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings
- d. Ratified the Payment of Claims as of December 4, 2020 (\$646,961.97)
- e. Approved the Payment of Claims as of December 4, 2020 (\$1,838.37)
- f. Accepted the Unaudited Financial Statements as of October 31, 2020
- g. Ratified the Fee Agreement with Hamre, Rodriguez, Ostrander & Dingess, P.C. for Oil and Gas Legal Services
- h. Approved the Engagement Letter for Schilling & Company, Inc. For 2021 Accounting Services

FINANCIAL MATTERS

Conduct Public Hearing on 2021 Budget and Adoption of Resolution No. 2020-12-03 Adopting Budget, Imposing Mill Levy and Appropriating Funds Mr. M. Schell opened the public hearing on the 2021 budget. Ms. Tanaka noted that the notice of public hearing was published in accordance with Colorado law and noted that no objections were received prior to the hearing. Mr. Schilling reviewed the proposed budget with the Board. There being no public comment, Mr. M. Schell closed the public hearing.

Upon motion of Mr. M. Schell, seconded by Mr. W. Schell, the Board unanimously adopted the 2021 budget and adopted

Resolution No. 2020-12-03 Adopting Budget, Imposing Mill Levy and Appropriating Funds.

LEGAL MATTERS

Discuss and Consider Ms. Tanaka noted that the Statewide Internet Portal Authority Approval of Heatherly (“SIPA”) has been inundated with websites and has not yet Creative, LLC for Website created a website for the District. Ms. Tanaka presented the Design Services Boards with a proposal from Heatherly Creative, LLC for website design services as an alternative. The initial cost to set up the website, including hosting services, is approximately \$2,200. Afterwards, the costs are minimal for any updates and maintenance.

The Board determined not to create a website at this time.

Update on Oil and Gas Ms. Tanaka presented the Board with a memorandum from Mr. Rulemaking Louis-Prescott on the status of the Colorado Oil and Gas Commission’s rulemaking process and updates thereto.

OTHER BUSINESS

Next Meeting The next regular meeting of the District is scheduled for November 5, 2021, at 3:00 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.

Deborah Schell

Deborah Schell (Jan 12, 2022 18:10 MST)

Secretary for the Meeting