

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
VINEYARD METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
NOVEMBER 23, 2021**

A special meeting of the Board of Directors of the Vineyard Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, the 23rd day of November, 2021, at 4:00 P.M. The District Board meeting was held and properly noticed to be held by telephonic means. The meeting was open to the public via telephonic means.

Directors In Attendance Were:

Vincent V. Colarelli
Janet Colarelli

Also In Attendance Were:

Paula J. Williams, Esq. and Jennifer Pino; McGeady Becher P.C.

Ellen Fisher; Stockman Kast Ryan & Co LLP

ADMINISTRATIVE
MATTERS

Disclosure of Potential Conflicts of Interest: The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Williams requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Williams noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes.

Quorum, Meeting Location and Posting of Meeting Notices: A quorum for the special meeting was confirmed. 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. It was noted that the District Board meeting was held and properly noticed to be held via telephone conference. The Board further noted that notice providing the conference bridge information was duly posted and that they have not received any objections or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director J. Colarelli, seconded by Director V. Colarelli, and upon vote unanimously carried, the Board determined that notice of meetings of the District

Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24-hours prior to each meeting at the following location: west end of Vineyard Commerce Drive, Colorado Springs.

Agenda: The Board reviewed the proposed Agenda for the District's special meeting. Following discussion, upon motion duly made by Director J. Colarelli, seconded by Director V. Colarelli and, upon vote, unanimously carried, the Agenda for the District's special meeting was approved.

Public Comment: There was no public comment.

Minutes of the November 24, 2020 Special Meeting: The Board reviewed the Minutes of the November 24, 2020 Special Meeting. Following review and discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board approved the Minutes of the November 24, 2020 Special Meeting.

2022 Meeting Schedule/Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices ("Meeting Resolution"): The Board determined to hold its regular meeting in 2022 on November 22, 2022 at 4:00 p.m. via telephone conference. Following discussion, upon a motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board approved the Meeting Resolution.

Renewal of District Insurance Coverage through the Colorado Special Districts Property and Liability Pool and the Special District Association ("SDA") Membership: Attorney Williams reviewed the statutory requirements for insurance coverage with the Board.

Following discussion, upon a motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board approved renewing the District's general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed District staff to proceed accordingly. The Board further directed renewal of the District's SDA membership.

Status of District Website: The Board discussed the status of creation of a District website.

Engagement of Archipelago Web Inc. for Website Creation: Following discussion, the Board determined to defer action with regard to this matter.

Eligible Governmental Entity Agreement with Colorado Statewide Internet Portal Authority: Following discussion, the Board determined to defer action on this matter.

Section 32-1-809, C.R.S. Reporting Requirements and Direct Mode of Eligible Elector Notification: Attorney Williams reported that this refers to the “Transparency Notice” requirement for all Districts for 2022. Upon a motion by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board authorized the posting of the Transparency Notice on the Special District Association website, in compliance with Section 32-1-809, C.R.S., Reporting Requirements.

FINANCIAL
MATTERS

Public Hearing on Amendment to 2021 Budget: The President opened the public hearing to consider an amendment to the 2021 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2021 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 the public hearing.

No public comments were received, and the public hearing was closed.

It was noted that no amendment to the 2021 Budget was required.

Public Hearing on 2022 Budget: The President opened the public hearing to consider the proposed 2022 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2022 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

The Board reviewed the estimated 2021 expenditures and the proposed 2022 expenditures.

Upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board approved the 2022 Budget, as discussed, and considered adoption of a Resolution to Adopt the 2022 Budget and Appropriate Sums of Money. It was determined that adoption of a Resolution to Set Mill Levies was not necessary. Following discussion, upon vote unanimously carried, the Board adopted the Resolution to Adopt the 2022 Budget and Appropriate Sums of Money and authorized execution of the Certification of Budget. District Counsel was directed to advise the Board of County Commissioners of El Paso County of the Board’s determination not to certify a mill levy for tax collection year 2022. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January

30, 2022.

DLG-70 Mill Levy Certification Form: The Board determined that a DLG-70 Mill Levy Certification Form was not necessary.

2020 Application for Exemption from Audit: Following review and discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board ratified approval of the preparation, execution and filing of the District's 2020 Application for Exemption from Audit.

2021 Application for Exemption from Audit: The Board discussed the requirements for an audit. Following discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and file a 2021 Application for Exemption from Audit.

Preparation of 2023 Budget: Following discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget.

LEGAL
MATTERS

Resolution Calling May 3, 2022 Election for Directors, appointing Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election ("Election Resolution"): Following discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli and, upon vote, unanimously carried, the Board adopted the Election Resolution, noting that Jennifer Pino would serve as DEO for the election.

Assignment of Colorado Springs Urban Renewal Authority ("CSURA") obligations and reimbursement rights under the Vineyard Redevelopment and Reimbursement Agreement by among CSURA, the District and Vineyard LLC: Following discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli and, upon vote, unanimously carried, the Board authorized actions necessary related to the Assignment of Colorado Springs Urban Renewal Authority ("CSURA") obligations and reimbursement rights under the Vineyard Redevelopment and Reimbursement Agreement by among CSURA, the District and Vineyard LLC.

Second Amendment to Resolution No. 2013-11-05; Resolution Regarding Colorado Open Records Act Requests: Following discussion, upon motion duly made by Director V. Colarelli, seconded by Director J. Colarelli and, upon vote, unanimously carried, the Board approved the Second Amendment to Resolution No. 2013-11-05; Resolution Regarding Colorado Open Records Act Requests.


OTHER BUSINESS

Real Estate Transaction: Director V. Colarelli informed the Board that closing on the sale of the property located within the boundaries of the District is anticipated to occur at the end of 2021/beginning of 2022. It was noted that transition of Board seats to the buyer of the property would take place following closing. District Counsel requested that Director V. Colarelli keep District staff advised as to timing of closing and matters related to same.

ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting