

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
THE SHORES ON PLUM CREEK METROPOLITAN
DISTRICT NO. 9
(THE "DISTRICT")
HELD
NOVEMBER 14, 2022**

A special meeting of the Board of Directors of The Shores on Plum Creek Metropolitan District No. 9 (referred to hereafter as the "Board") was convened on November 14, 2022 at 11:00 a.m. This meeting was held via Microsoft Teams and open to the public.

ATTENDANCE

Directors In Attendance Were:

Kenneth L. Schell, President
Craig Cheney, Secretary/Treasurer
Pamela Cheney, Vice President. Assistant Secretary/Treasurer

Director Judith Schell and Director File were absent and excused.

Also, In Attendance Were:

Lisa A. Johnson, Alexander Clem, Alisha Williams and Carrie Bartow;
CliftonLarsonAllen LLP
David O'Leary; Spencer Fane

ADMINISTRATIVE MATTERS

Call to order/ approval of agenda: Ms. Johnson called the meeting to order at 11:00 a.m.

Upon motion duly made by Director Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board approved the Agenda, as presented and excused the absence of Director Judith Schell and Director Jon File.

Disclosures of potential conflicts of interest The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors 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 and incorporated for the record those applicable disclosures made by the Board's members prior to this meeting in accordance with statute. It was noted by Attorney O'Leary that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

Quorum, location of meeting and posting of meeting notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. Following discussion, the Board determined due to concerns regarding the spread of COVID-19, and the benefits to the control of the virus by limiting in-person contact, the meeting was held via videoconference. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by any interested person have been received.

Public Comment: There were no public comments.

December 10, 2021 Special Board Meeting Minutes: Following review, upon a motion duly made by Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board approved the December 10, 2021 special Board meeting minutes, as presented.

Resolution Regarding 2023 Annual Administrative Matters: Attorney O'Leary reviewed the resolution with the Board. Following review, upon a motion duly made by Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board approved the Resolution Regarding 2023 Annual Administrative Matters, as presented.

Other: None.

FINANCIAL MATTERS

Claims: Ms. Williams reviewed the claims with the Board. Following review, upon a motion duly made by Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board approved the claims in the amount of \$13,784.73.

Schedule of Cash Position: Ms. Williams reviewed the Schedule of Cash Position with the Board. Following review, upon a motion duly made by Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board approved the Schedule of Cash Position, as presented.

2019 Audit Exemption: Ms. Bartow reviewed the 2019 Audit Exemption with the Board. Following review, upon a motion duly made by Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board ratified approval of the 2019 Audit Exemption.

Public Hearing on Amendment to 2022 Budgets: Ms. Johnson opened the public hearing to consider amending the 2022 budget at 11:13 a.m.

RECORD OF PROCEEDINGS

It was noted that Notice stating that the Board would consider amendment of the 2022 budgets 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 at 11:14 a.m.

Ms. Bartow noted that an amendment to the 2022 budget was not needed.

Public Hearing on 2023 Budget: Ms. Johnson opened the public hearing to consider the proposed 2023 Budget and to discuss related issues at 11:13 a.m.

It was noted that Notice stating that the Board would consider adoption of the 2023 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 at 11:14 a.m.

Ms. Bartow reviewed the 2023 Budget with the Board.

Upon motion duly made by Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board approved the 2023 Budget, as discussed, and considered adoption of Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and to Set Mill Levies.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director k. Schell, seconded by Director P. Cheney 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 and appointed Ms. Bartow as the singer for the DLG-70 Mill Levy Certification Form.

Preparation of 2024 Budget: This item is included in the Annual Administrative Matters Resolution.

2022 Audit: Following discussion, upon a motion duly made by K. Schell, seconded by C. Cheney and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the Application for Audit Exemption for 2022.

LEGAL MATTERS

Resolution Calling May 2, 2023 Election: Attorney O'Leary reviewed the resolution with the Board. Following discussion, upon motion duly made by

RECORD OF PROCEEDINGS

Director K. Schell, seconded by Director P. Cheney and, upon vote, unanimously carried, the Board adopted the Resolution Calling a May 2, 2023 Directors' Election.

Resolution re Exclusion from Workers Compensation Coverage: Attorney O'Leary presented the Resolution to the Board. Following discussion, upon a motion duly made by Director P. Cheney, seconded by Director K. Schell and, upon vote, unanimously carried, the Board approved the Resolution re Exclusion from Workers Compensation Coverage.

Other: None.

MANAGER MATTERS

CliftonLarsonAllen LLP Statement of Work for 2023: Following discussion, upon a motion duly made by Director P. Cheney, seconded by Director K. Schell and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Statements of Work for 2023, subject to final review by Director K. Schell and Director P. Cheney.

Annual Engagement of Consultants: It was noted none are needed at this time.

Other: None.

DIRECTOR MATTERS

Other: None.

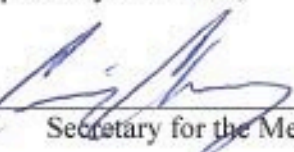
OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director P. Cheney, seconded by Director K. Schell and, upon vote, unanimously carried, the Board adjourned the meeting at 11:26 p.m.

Respectfully submitted,

By 
Secretary for the Meeting