

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE GATEWAY REGIONAL METROPOLITAN DISTRICT (THE “DISTRICT”) HELD JUNE 5, 2024

A regular meeting of the Board of Directors of the Gateway Regional Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, June 5, 2024, at 12:30 p.m., and held via Zoom videoconference. The meeting was open to the public.

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#### **ATTENDANCE**

##### **Directors In Attendance Were:**

Mark Throckmorton, President  
Charles Foster, Treasurer  
Gregory Berger, Assistant Secretary

##### **Also, In Attendance Were:**

Peggy Ripko and John Haubert (for a portion of the meeting); Special District Management Services, Inc.

Tom George, Esq.; Spencer Fane, LLP

Kimberly Johannis; Simmons & Wheeler P.C. (for a portion of the meeting)

Matthew Miller; McMahan and Associates, L.L.C

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#### **DISCLOSURE 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 members prior to this meeting in accordance with statute. It was noted by Attorney George 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.

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#### **ADMINISTRATIVE MATTERS**

**Confirmation of 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,

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and upon motion duly made by Director Throckmorton, seconded by Director Berger, and upon vote unanimously carried, the Board determined to conduct the meeting to conduct the meeting via videoconference/teleconference. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

**Agenda:** The Board reviewed the Agenda for the meeting.

Following discussion, upon motion duly made by Director Berger, seconded by Director Throckmorton, and upon vote unanimously carried, the Board approved the Agenda as amended.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Berger, and upon vote unanimously carried, the Board determined that notices 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 as least 24 hours prior to each meeting at the following location: Moonlight Diner, 6250 Tower Road, Denver, Colorado 80249.

**Minutes of December 6, 2023 Regular Meeting:** The Board reviewed the Minutes of the December 6, 2023 Regular Meeting.

Following review and discussion, upon motion duly made by Director Throckmorton, seconded by Director Berger, and upon vote unanimously carried, the Board approved the Minutes, as presented.

**2024 Special District Association's Annual Conference:** The Board discussed authorizing interested Board members attend the 2024 Special District Association's Annual Conference in Keystone on September 10, 11 and 12, 2024.

Following review and discussion, upon motion duly made by Director Throckmorton, seconded by Director Berger, and upon vote unanimously carried, the Board authorized the interested Board members attend the 2024 Special District Association's Annual Conference in Keystone on September 10, 11 and 12, 2024.

**Irrigation Update:** Mr. Haubert gave an update to the Board regarding a water meter that was moved without District knowledge. No action was taken.

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### **PUBLIC COMMENT**

There were no public comments.

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### **FINANCIAL MATTERS**

**Payment of Claims:** The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Dec. 31, 2023	Period Ending Jan. 31, 2024	Period Ending Feb. 29, 2024
General	\$ 8,752.46	\$ 4,376.23	\$ 7,717.25
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 8,752.46</b>	<b>\$ 4,376.23</b>	<b>\$ 7,717.25</b>

Fund	Period Ending Mar. 31, 2024	Period Ending Apr. 30, 2024	Period Ending May 31, 2024
General	\$ 9,789.82	\$ 7,959.53	\$ 7,008.02
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 9,789.82</b>	<b>\$ 7,959.53</b>	<b>\$ 7,008.02</b>

Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Berger and, upon vote unanimously carried, the Board ratified approval of the payment of the claims.

**Unaudited Financial Statements and Cash Position:** Ms. Johanns reviewed the unaudited financial statements and cash position for the period ending March 31, 2024 with the Board.

Following discussion, upon motion duly made by Director Berger, seconded by Director Throckmorton, and upon vote unanimously carried, the Board accepted the unaudited financial statements and cash position as presented.

**2023 Audit:** Mr. Miller reviewed the 2023 Audit with the Board.

Following discussion, upon motion duly made by Director Foster, seconded by Director Throckmorton, and upon vote unanimously carried, the Board approved the 2023 Audit and authorized execution of the Representations Letter.

**System Development Fees:** Ms. Ripko discussed the System Development Fees with Board.

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### **LEGAL MATTERS**

**2024 Short Report:** Attorney George presented the 2024 Short Report from the City of Denver to the Board along with the summary spreadsheet detailing amounts owed to various entities. The Board discussed the proposed process of

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the District making payments directly to the City and to all third parties owed reimbursements from the City under the 2024 Short Report, rather than making only one payment to the City for the City to process such reimbursements to the third parties. It was noted that this process will be more efficient, will allow the third parties to be paid sooner, and the City is supportive.

Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Berger and, upon vote unanimously carried, the Board approved the 2024 Short Report subject to receipt of a signed and dated short report from the city that does not incorporate changes, authorized the District to make payments directly to the third parties owed reimbursement consistent with the 2024 Short Report, and authorized Director Throckmorton and legal counsel to send notification letters, obtain waivers, and finalize payments to the City and all third parties as needed.

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### **OTHER BUSINESS**

There was no other business.

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### **ADJOURNMENT**

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

Respectfully submitted,

By



Secretary for the Meeting