

MINUTES OF A SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS OF GUNNISON RISING  
METROPOLITAN DISTRICT NOS. 1-7

Held: November 2, 2021 at 2:00 p.m. via teleconference.

**Attendance**

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

L. Richard Bratton  
Byron R. Chrisman  
S. Carlene Chrisman

Directors Varra and D. Bratton were absent. All directors' absences are deemed excused unless a contrary notation is recorded in these minutes.

Also present were Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, Districts' General Counsel; Krista Koenig, Marchetti & Weaver, LLC, District Accountant; and Ron Welborn, member of the public.

**Call to Order/Declaration of Quorum**

It was noted that a quorum of each Board was present, and therefore called the meeting to order.

**Director Disclosures**

Mr. Dickhoner advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Dickhoner inquired into whether members of the Boards 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. Each Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable each Board to act.

**Approval of Agenda**

Mr. Dickhoner presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved and amended the agenda to discuss Financial Matters

after Administrative Matters.

**Public Comment**

None.

**Financial Matters**

None.

**Administrative Matters**

Consider Approval of September 2, 2021 Special Meeting Minutes

Mr. Dickhoner presented the Boards with the September 2, 2021 Special Meeting Minutes for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

**Insurance Matters**

Discuss and Review Proposed General Liability Schedule and Limits and Consider Approval and Authorization to Bind Coverage (District Nos. 1-4)

The Boards of District Nos. 1-4 reviewed the proposed general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposed general liability schedule and authorized legal counsel to bind coverage.

Consider Approval of Special District Association of Colorado Membership and Intergovernmental Agreement with Colorado Special Districts Property and Liability Pool (District Nos. 1-4)

The Boards of District Nos. 1-4 reviewed the Intergovernmental Agreement with Colorado Special Districts Property and Liability Pool and the resolution approving membership with the Special District Association of Colorado. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement and the membership.

Consider Approval of Agency Fee Agreement with T. Charles Wilson Insurance Service to Act as Insurance Agent (District Nos. 1-4)

The Boards of District Nos. 1-4 reviewed the Agency Fee Agreement with T. Charles Wilson Insurance Service. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement.

**Legal Matters**

Consider Approval of Amended and Restated Intergovernmental Agreement between the Districts and the City of Gunnison

Mr. Dickhoner presented the Boards with the Amended and Restated Intergovernmental Agreement between the Districts and the City of Gunnison for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement.

Consider Approval of District Coordinating Services Agreement by and among District No. 1 and

Mr. Dickhoner presented the Boards with the District Coordinating Services Agreement for consideration. Following discussion, upon a motion duly made and seconded, the

District Nos. 2-7

Boards unanimously approved the agreement.

Approval of Transaction Based Informed Consent to Representation (District Nos. 1-7)

Mr. Dickhoner presented the Transaction Based Informed Consent to Representation for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the consent.

Conduct Public Hearing to Consider Petition for Inclusion of Property into District No. 1

Director Bratton opened the public hearing on the Petition for Inclusion of Property into District No. 1 (2.27 Acres). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution and Order for Inclusion of Property by the Board of Directors of District No. 1 (2.27 Acres)*

Mr. Dickhoner reviewed the Petition and Resolution and Order for Inclusion of Property (2.27 Acres) with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 determined to grant the petition and adopt the resolution.

Conduct Public Hearing to Consider Petition for Inclusion of Property into District No. 2

Director Bratton opened the public hearing on the Petition for Inclusion of Property into District No. 2 (94.06 Acres). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution and Order for Inclusion of Property by the Board of Directors of District No. 2 (94.06 Acres)*

Mr. Dickhoner reviewed the Petition and Resolution and Order for Inclusion of Property (94.06 Acres) with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution.

Conduct Public Hearing to Consider Petition for Inclusion of Property into District No. 3

Director Bratton opened the public hearing on the Petition for Inclusion of Property into District No. 3 (51.86 Acres). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution and Order for Inclusion of Property by the Board of Directors of District No. 3 (51.86 Acres)*

Mr. Dickhoner reviewed the Petition and Resolution and Order for Inclusion of Property (51.86 Acres) with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 determined to grant the petition and adopt the resolution.

Conduct Public Hearing to Consider Petition for Inclusion of Property into District No. 4 Director Bratton opened the public hearing on the Petition for Inclusion of Property into District No. 4 (109.5 Acres). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution and Order for Inclusion of Property by the Board of Directors of District No. 4 (109.5 Acres)* Mr. Dickhoner reviewed the Petition and Resolution and Order for Inclusion of Property (109.5 Acres) with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 determined to grant the petition and adopt the resolution.

Conduct Public Hearing to Consider Petition for Exclusion of Property out of District No. 2 Director Bratton opened the public hearing on the Petition for Exclusion of Property out of District No. 2 (45.33 Acres). Mr. Dickhoner noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution and Order for Exclusion of Property by the Board of Directors of District No. 2 (45.33 Acres)* Mr. Dickhoner reviewed the Petition and Resolution and Order for Exclusion of Property (45.33 Acres) with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution.

## **Bond Issuance**

Consider Approval of General Counsel Fee Disclosure Letter (District No. 3) The Board of District No. 3 engaged in discussion regarding the General Counsel Fee Disclosure Letter from White Bear Ankele Tanaka & Waldron. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the letter

Ratify Engagement of Kutak Rock, L.L.P. as Bond Counsel (District No. 3) The Board of District No. 3 engaged in discussion regarding the engagement of Kutak Rock, L.L.P as Bond Counsel. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the engagement.

Ratify Engagement of Kline Alvarado Veio PC as Disclosure Counsel (District No. 3) The Board of District No. 3 engaged in discussion regarding the engagement of Kline Alvarado Veio PC as Disclosure Counsel. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the engagement.

Approve Engagement of Marchetti & Weaver, L.L.C. for Cash Flow The Board of District No. 3 reviewed the Engagement Letter Marchetti & Weaver, L.L.C. for Cash Flow Forecast.

Forecast (District No. 3)

Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of Marchetti & Weaver, L.L.C.

Approve Engagement of Otten Johnson Robinson Neff & Ragonetti as Pledge Agreement Counsel (District Nos. 2 and 4)

The Boards of District Nos. 2 and 4 r engaged in discussion regarding the engagement of Otten Johnson Robinson Neff & Ragonetti as Pledge Agreement Counsel. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement.

Consider Proposals for Municipal Advisor Services (District No. 3)

The Board of District No. 3 reviewed the proposals from MuniCap Inc, and North Slope Capital Advisors for Municipal Advisor Services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of MuniCap, Inc.

### **Other Business**

Next Meeting – Budget Hearing

The Boards engaged in brief discussion regarding the Districts' next meeting and potential budget hearings and directed legal counsel to follow up with the Directors to schedule.

Adjourn

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

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting, approved on the 9<sup>th</sup> day of December, 2021

*S Carlene Chrisman*

S Carlene Chrisman (Dec 10, 2021 16:08 MST)

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Secretary for the Meeting