

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LARKRIDGE METROPOLITAN DISTRICT NO. 2  
HELD  
JULY 15, 2024**

A Special Meeting of the Board of Directors of Larkridge Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Monday, the 15<sup>th</sup> day of July, 2024 at 11:30 a.m. at Jordon Perlmutter & Co., 1601 Blake Street, Suite 600, Denver, Colorado 80202 and via Zoom. The meeting was open to the public.

**ATTENDANCE**

**Directors In Attendance Were:**

Jonathan Perlmutter  
Brian S. Heinze  
Shell D. Cook  
Jay Perlmutter  
Darrin Keslar

**Also In Attendance Were:**

Ann Finn; Public Alliance LLC

Kate Olson, Esq.; McGeady Becher P.C.

Lindsay Ross and Deb Reeves; CliftonLarsonAllen LLP (“CLA”)

**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

**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. Attorney Olson noted 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.

**ADMINISTRATIVE  
MATTERS**

**Quorum/Confirm Location of Meeting/Posting of Meeting Notices:** Ms. Finn confirmed the presence of a quorum.

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, upon motion duly made by Director Jay Perlmutter, seconded by Director Keslar and, upon vote, unanimously carried, the Board determined to conduct the meeting at the above-stated date, time and location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by

## RECORD OF PROCEEDINGS

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taxpaying electors within its boundaries.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Keslar, 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 at least 24 hours prior to each meeting on the District's website at: <https://larkridgemd1-2.colorado.gov/> or if posting on the website is unavailable, notice will be posted at the northwest corner of the intersection of North Washington Street and E. 162<sup>nd</sup> Avenue.

**Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Keslar and, upon vote, unanimously carried, the Agenda was approved.

**Minutes:** The Board reviewed the Minutes of the October 10, 2023 Regular Meeting, October 10, 2023 Annual Meeting and November 28, 2023 Special Meeting. Following discussion, upon motion duly made by Director Cook, seconded by Director Keslar and, upon vote, unanimously carried, the Board approved the Minutes of the October 10, 2023 Regular Meeting, October 10, 2023 Annual Meeting and November 28, 2023 Special Meeting.

**Resignation of Secretary:** The Board discussed and acknowledged the resignation of Steve Beck as Secretary to the Board and considered the appointment of Ann Finn as Secretary to the Board. Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board appointed Ann Finn as Secretary to the Board.

**Special District Association's ("SDA") Annual Conference:** Ms. Finn discussed with the Board the SDA Annual Conference on September 10<sup>th</sup>-12<sup>th</sup>, 2024. It was noted there was no interest from the Board in attending the conference.

**District's Website:** The Board entered into discussion regarding converting the District's website from the Statewide Internet Portal Authority ("SIPA") to a Public Alliance LLC website. Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Jonathan Perlmutter and, upon vote, unanimously carried, the Board authorized converting the District's website from SIPA to a Public Alliance LLC website.

**District Website Accessibility Matters:** The Board entered into discussion regarding the District website accessibility matters. Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Jonathan Perlmutter and, upon vote, unanimously carried, the Board authorized Public Alliance LLC to manage the District website accessibility matters.

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**PUBLIC**  
**COMMENTS**

There were no public comments.  
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**FINANCIAL**  
**MATTERS**

**Claims:** The Board deferred discussion at this time.

**Unaudited Financial Statements:** Ms. Ross and Ms. Reeves reviewed with the Board the unaudited quarterly financial statements of the District through the period ending May 31, 2024 and the schedule of cash position statement updated July 2, 2024.

Following review and discussion, upon motion duly made by Director Jay Perlmutter, seconded by Cook and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending May 31, 2024 and the schedule of cash position statement updated July 2, 2024.

**Public Hearing on Amendment to 2023 Budget:** Director Jonathan Perlmutter opened the public hearing to consider an amendment to the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 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.

Following discussion, it was determined that an amendment to the 2023 Budget was not necessary.

**2023 Audit Engagement:** Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Keslar and, upon vote, unanimously carried, the Board ratified approval of the Engagement Letter with Dazzio & Associates, P.C. to perform the 2023 Audit, for an amount not to exceed \$5,600.

**2023 Audit:** Ms. Ross presented the 2023 Audit to the Board. She noted an Audit Extension request was submitted and approved from the State Auditor's Office. Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Cook and, upon vote, unanimously carried, the Board ratified approval of the 2023 Audit and authorized execution of the Representations Letter, subject to final legal review and receipt of a clean opinion from the auditor. The Board further ratified approval of the Audit Extension request to the State Auditor's Office.

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**2025 Budget Hearing:** The Board discussed the 2025 Budget Hearing. Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Cook and, upon vote, unanimously carried, the Board determined to hold the public hearing to consider adoption of the 2025 Budget on October 8, 2024, at 11:30 A.M., to be held at Jordon Perlmutter & Co., 1601 Blake Street, Suite 600, Denver, Colorado 80202 and virtually via Zoom.

### **LEGAL MATTERS**

**Recorded Plat Amendment for Larkridge Filing No. 2, Eleventh Amendment:** Following discussion, upon motion duly made by Director Heinze, seconded by Director Keslar and, upon vote, unanimously carried, the Board acknowledged the recorded plat amendment for Larkridge Filing No. 2, Eleventh Amendment.

**Conveyance of the Following Tracts from Thornton 164 LLC to Larkridge Metropolitan District No. 2:**

*Tract A – Drainage/Water Quality (Previous Plat Amendment):* Following discussion, upon motion duly made by Director Heinze, seconded by Director Keslar and, upon vote, unanimously carried, the Board approved the conveyance of Tract A – Drainage/Water Quality (Previous Plat Amendment) and directed Legal Counsel to prepare all necessary agreements and bill of sale(s).

*Tract D3 – Access Drive(s) (Previous Plat Amendment):* Following discussion, upon motion duly made by Director Heinze, seconded by Director Keslar and, upon vote, unanimously carried, the Board approved the conveyance of Tract D3 – Access Drive(s) (Previous Plat Amendment) and directed Legal Counsel to prepare all necessary agreements and bill of sale(s).

*Tract B1 – Drainage/Water Quality:* Following discussion, upon motion duly made by Director Heinze, seconded by Director Keslar and, upon vote, unanimously carried, the Board approved the conveyance of Tract B1 – Drainage/Water Quality and directed Legal Counsel to prepare all necessary agreements and bill of sale(s).

*Tract 4E – Access Drive(s):* Following discussion, upon motion duly made by Director Heinze, seconded by Director Keslar and, upon vote, unanimously carried, the Board approved the conveyance of Tract 4E – Access Drive(s) and directed Legal Counsel to prepare all necessary agreements and bill of sale(s).

*Tract 5B – Access Drive(s):* Following discussion, upon motion duly made by Director Heinze, seconded by Director Keslar and, upon vote, unanimously carried, the Board approved the conveyance of Tract 5B – Access Drive(s) directed Legal Counsel to prepare all necessary agreements and bill of sale(s).

**Public Hearing to Consider Exclusion of Approximately 16.1649 acres of**

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**property owned by Pedcor Investments-2017-CLXII, L.P.:** Director Jonathan Perlmutter opened the public hearing to consider the Petition for Exclusion of approximately 16.1649 acres of property owned by Pedcor Investments-2017-CLXII, L.P.

It was noted that publication of Notice stating that the Board would consider the exclusion of the property 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 this public hearing.

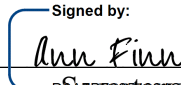
No public comments were received and the public hearing was closed.

Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Cook and, upon vote, unanimously carried, the Board approved the exclusion of the property, and adopted Resolution No. 2024-07-01; Resolution for Exclusion of Real Property.

### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Heinze and, upon vote, unanimously carried, the Regular Meeting was adjourned.

Respectfully submitted,

By:  \_\_\_\_\_  
Signed by:  
Secretary for the Meeting