

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

SANTA FE PARK AUTHORITY

Held: Monday, November 13, 2023 at 8:00 a.m. via Zoom teleconference.

**Attendance**

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve, were in attendance:

Denise Hogenes  
Christopher Osler

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, Authority General Counsel; and LaMont Harris and Carrie Bartow, CliftonLarsonAllen, LLP, Authority Accountant.

**Call to Order/Declaration of Quorum**

Ms. Murphy noted that a quorum of the Board was present and called the meeting to order.

**Director Conflict of Interest Disclosures**

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

**Approval of Agenda**

Ms. Murphy reviewed the proposed agenda with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

**Public Comment**

None.

## Consent Agenda

The Board reviewed the items on the consent agenda with the Boards. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, acknowledged, ratified and adopted:

- September 18, 2023 Special Meeting Minutes; and
- Resolution Designating Meeting Notice Posting Location.

## Legal Matters

Consider Adoption of 2024 Annual Administrative Resolution

Ms. Murphy reviewed the 2024 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the 2024 Annual Administrative Resolution.

Discuss and Review Insurance General Liability Schedule and Limits, Consider Authorization to Bind Coverage

The Board reviewed the current general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the general liability schedule and authorized legal counsel to bind coverage.

Discuss and Consider Approval of 2024 BMO Worker's Compensation Coverage

The Board engaged in general discussion regarding the exclusion from worker's compensation. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized legal counsel to exclude the Board from worker's compensation coverage.

Consider Approval of 2024 Agency Fee Invoice from T-Charles Wilson for Broker Services

The Board engaged in general discussion regarding the continued engagement of T-Charles Wilson for broker services. Following discussion, upon a motion duly made and seconded, the Board unanimously determined to cancel broker services.

Discuss Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District

Ms. Murphy noted that beginning in July of 2024 all special districts will be required to maintain district websites in compliance with state accessibility standards. No action taken.

Consider Approval of Contractor Agreement with

Ms. Murphy reviewed the Contractor Agreement with Heatherly Creative for Website Maintenance and Management with the

Heatherly Creative for Website Maintenance and Management

Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Contractor Agreement with Heatherly Creative for Website Maintenance and Management.

Consider Approval of Infrastructure Acquisition and Reimbursement Agreement with Toll Southwest, LLC

Ms. Murphy reviewed the Infrastructure Acquisition and Reimbursement Agreement with Toll Southwest, LLC with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Infrastructure Acquisition and Reimbursement Agreement with Toll Southwest, LLC subject to final legal review.

Consider Adoption of Acceptance Resolution Pursuant to Infrastructure Acquisition and Reimbursement Agreement with Toll Southwest, LLC

Deferred.

Other Legal Matters

None.

### **Financial Matters**

Review Property Tax Summary, Cash Position and Unaudited Financial Statements

Deferred.

Public Hearing on 2023 Budget Amendment

Not needed.

Consider Approval of Resolution Amending 2023 Budget

Not needed.

Public Hearing on proposed 2024 Budget

Director Hogenes opened the public hearing on the proposed 2024 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2024 Budget

Ms. Bartow reviewed the 2024 Budget and Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2024 Budget, appropriating funds therefor as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Discuss Investment Direction Ms. Bartow noted that there will be an investment letter provided to the Board once the bonds close.

Consider Approval of Master Services Agreement and Special Districts Preparation Statement of Work with CliftonLarsonAllen, LLP for District Accounting Services Ms. Bartow reviewed the Master Services Agreement and Special Districts Preparation Statement of Work with CliftonLarsonAllen, LLP for District Accounting Services with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Master Services Agreement and Special Districts Preparation Statement of Work with CliftonLarsonAllen, LLP for District Accounting Services.

Other Financial Matters None.

**Debt Matters**

Discuss Status of Debt Issuance Ms. Hogenes noted that Toll Southwest, LLC has submitted additional invoices for reimbursement.

Other Debt Matters None.

**Other Business** None.

**Adjournment** There being no further business to come before the Board and following discussion, upon a motion duly made, the Board unanimously determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Denise Hogenes  
Denise Hogenes (Dec 6, 2023 14:06 MST)  
Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 4th day of December, 2023.