

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
GSF BUSINESS IMPROVEMENT DISTRICT
(THE "DISTRICT")
HELD
DECEMBER 8, 2021

A special meeting of the Board of Directors of the GSF Business Improvement District (referred to hereafter as the "**Board**") was convened on Wednesday, December 8, 2021, at 10:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Delroy Johnson, Treasurer/Secretary
David D. Jenkins, Assistant Secretary
Jeffery Finn, Assistant Secretary

Absence Excused:

Christopher S. Jenkins, President

Also, In Attendance Were:

Kristi Rader and Robert Huls; Nor'Wood Development Group
Russell Dykstra; SpencerFane, LLP
Josh Miller, Krista Baptist, Seef Le Roux and Carrie Bartow;
CliftonLarsonAllen, LLP

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda: Director Johnson called the meeting to order at 10:01 a.m.

Following discussion, upon a motion duly made by Director Johnson, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board excused the absence of Director C. Jenkins.

Following discussion, upon a motion duly made by Director D. Jenkins seconded by Director Finn and, upon vote, unanimously carried, the Board approved the agenda, with the consideration of item IF regarding the Annual Administrative Matters Resolution.

Declaration of Quorum/Director Qualifications/Disclosure Items: The Directors present noted for the record that they have financial interests in entities active in developing property within the boundaries of the District, or are employed by such entities, and that such interests may be affected from time to time by actions of the Districts' Board of Directors. In accordance with state

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law, the Directors have filed written disclosures describing such potential conflicts of interest with the Secretary of State, and the directors present verbally reaffirmed such disclosures on the record of this meeting.

Community Comments: None.

Minutes from the May 21, 2021 Organizational Meeting Minutes: Following review, upon a motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the May 21, 2021 organizational meeting minutes, as presented.

Appointment of Tim Seibert as a Member of the Board: The Board considered the appointment of Tim Seibert to the Board. Following discussion, upon a motion duly made by Director D. Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Board appointed Tim Seibert to the Board.

Annual Administrative Matters Resolution: The Board reviewed the Annual Administrative Matters Resolution. Following review, upon a motion duly made by Director Finn, seconded by Director Seibert and, upon vote, unanimously carried, the Board approved the Annual Administrative Matters Resolution.

Master Service Agreement with CliftonLarsonAllen, LLP: The Board reviewed the Master Service Agreement with CliftonLarsonAllen LLP. Following review, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the Master Service Agreement with CliftonLarsonAllen, LLP.

2022 Insurance Renewal and Colorado Special Districts Property and Liability Pool and TCW Risk Management and Special District Association Membership: Following review, upon a motion duly made by Director Johnson, seconded by Director Finn and, upon vote, unanimously carried, the Board adopted the documents needed to obtain or maintain insurance coverage through the Colorado Special Districts Property and Liability Pool or TCW risk Management and authorized membership in the Special District Association.

FINANCIAL MATTERS

Public Hearing to Consider Amendment of the 2021 Budget: Upon motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board opened the public hearing at 10:06 a.m. to consider an amendment to the 2021 Budget.

It was noted that Notice stating that the Board would consider adoption of the 2021 budget amendment 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.

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No public comments were received, and the public hearing was closed at 10:07 a.m. Ms. Bartow reported that an Amendment to the 2021 Budget was not needed.

Public Hearing on Proposed 2022 Budget: Upon motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board opened the public hearing at 10:06 a.m. to consider the proposed 2022 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the proposed 2022 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 10:07 a.m.

Ms. Bartow reviewed the proposed 2022 Budget with the Board. Following review, upon a motion duly made by Director Seibert seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the 2022 Budget, as discussed, and adopted the Resolutions to Adopt the 2022 Budget, Appropriate Sums of Money and Set Mill Levy, subject to final assessed valuation and legal review.

LEGAL MATTERS

Resolution Calling for Regular Election for Directors: Attorney Dykstra reviewed with the Resolution Calling for Regular Election of Directors with the Board. Following review, upon a motion duly made by Director Seibert, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. Self-Nomination and Acceptance Forms are due by February 25, 2022.

Resolution for Exclusion from Workers Compensation Coverage: Following review, upon a motion duly made by Director Seibert, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the Resolution for Exclusion from Workers Compensation Coverage.

MANAGER MATTERS

Other: None

OTHER BUSINESS

Confirm Quorum for the Next Regular Meeting Date: Mr. Miller noted that

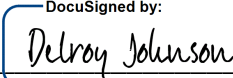
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management would reach out to confirm quorum when necessary.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board adjourned the meeting at 10:09 a.m.

Respectfully submitted,

By  _____
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Secretary