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## RECORD OF PROCEEDINGS

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### Minutes of the Special Meeting Of the Board of Directors Two Rivers Metropolitan District January 17, 2023

A Special Meeting of the Board of Directors of the Two Rivers Metropolitan District, Eagle County, Colorado, was held on January 17, 2023 at 2:00 p.m. via an online Zoom meeting, in accordance with the applicable statutes of the State of Colorado.

**Attendance** The following Directors were present and acting:

- Mike Pearson
- KJ McEvoy
- Mark Zbrzeznj

The following Directors were absent and excused:

- Esgar Acosta

Also in attendance:

- Ken Marchetti, Marchetti & Weaver, LLC
- Craig Plizga, Community Operations Manager
- Kendra Nicholson, Marchetti & Weaver, LLC, Recording Secretary for the meeting

#### **Call To Order**

The Regular Meeting of the Board of Directors of Two Rivers Metropolitan District was called to order by Director Pearson on January 17, 2023 at 2:00 p.m. noting a quorum was present.

#### **Conflicts of Interest**

Chairman Pearson is the managing Partner and partial owner of 2 Rivers Development, LLC (“**2 Rivers Development**”), which owns a portion of land which is less than 20% of the territory of the District. Additionally, he is the sole owner of Mountain Commercial Advisors, LLC also known as NAI Mountain Commercial (“**Mountain Commercial**”) and together with 2 Rivers Development, the “**Companies**”), which employ Directors McEvoy and Zbrzeznj.

Additionally, Director Pearson is the sole owner of Fortius Capital, LLC (“**Fortius Capital**”), and the sole owner and manager of North Lot and 116, LLC (“**North Lot**”) and together with 2 Rivers Development and Fortius Capital, the “**Companies**”).

#### **Changes to the Agenda**

24-Hour Notice Resolution  
MBS Non-Corporate Resolution

**Public Input** None

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**Legal**            There was no legal input.

**Election Resolution**    Mr. Marchetti Presented the Election Resolution to the Board members.

.                    By motion duly made and seconded, it was unanimously

**RESOLVED** to approve the 2023 Election Resolution

**2022 Audit Engagement Letter**    Mr. Marchetti presented the 2022 Audit Engagement letter to the Board.

.                    By motion duly made and seconded, it was unanimously

**RESOLVED** to approve the 2022 Audit Engagement Proposal

**Village Center Update**            Director Pearson reported that they are working on an option that will allow them to avoid a PUD amendment with Eagle County and they have a meeting planned with Eagle County later in the month.

**24-Hour Notice Resolution**    Mr. Marchetti presented the meeting posting notice to the Board members which defines the location for posting of Board meetings on the website with a physical emergency location listed.

.                    By motion duly made and seconded, it was unanimously

**RESOLVED** to approve the 2023 meeting posting Notice Resolution as presented.

**MBS Non-Corporate Resolution**    Mr. Marchetti explained this resolution to open an account with MultiBank Securities which will enable the District to purchase fixed rate certificates of deposit (CD's) to lock in interest rates.

.                    By motion duly made and seconded, it was unanimously

**RESOLVED** to approve the MBS Non-Corporate Resolution.

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### District Operations

#### Manager

#### Report

Operations Manager, Craig Plizga, presented his Operations report to the Board. He reported on the following:

- Prima Painting for the Community Center. The Board approved proceeding with with the painting at the price presented
- Mr. Plizga got three estimates for the locker room floor replacement. The Board approved moving forward with replacement.
- Carpet for upstairs – Mr. Plizga is in the process of obtaining estimates.
- A Christmas art class was held on December 10<sup>th</sup> and 16 kids attended.
- Eagle County Library is still looking into holding a reading class later this year, depending on availability of their staffing
- The Board discussed room rental rates and the potential to increase the amount of time the rooms can be rented.
- There's a Food Truck that wants to come down on Saturdays. The Board asked that Mr. Plizga obtain input from the HOA Board to see what their thoughts are.

#### Minutes

The Board reviewed the October 18, 2022 Regular Meeting minutes. By motion duly made and seconded, it was unanimously

**RESOLVED** to approve the October 18, 2022 Regular Meeting minutes as presented.

#### Financial

#### Statements

Mr. Marchetti presented the December 31, 2022 preliminary year-end financial report reporting that the numbers are subject to change until the audit is conducted in March. Revenues came in as expected and expenses came in under the expected budget amount for the year.

**RESOLVED** to accept the December 31, 2022 preliminary financial statements, subject to the outcome of the year-end audit to be conducted.

#### Payables

The Board reviewed the December 2022 accounts payable lists and by motion duly made and seconded it was unanimously

**RESOLVED** to ratify the December 2022 accounts payable lists as presented.

#### Accounts

#### Receivable

#### Report

There were no questions or comments from the board on the accounts receivable report.

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**Sales Tax**

**Report** Mr. Marchetti stated that the sales taxes are continuing to come in strong this year.

**Adjournment**

There being no further business to come before the Board at this time, by motion duly made and seconded it was unanimously

**RESOLVED** to adjourn the Regular Meeting of the Two Rivers Metropolitan District Board of Directors this 17<sup>th</sup> day of January, 2023.

Respectfully submitted,

Kendra Nicholson  
Recording Secretary for the Meeting