

MINUTES OF THE JOINT ORGANIZATIONAL
MEETING OF THE BOARDS OF DIRECTORS OF

LEGATO METROPOLITAN DISTRICT NOS. 1-7

Held: Wednesday, January 27, 2021, at 3:00 p.m. via
teleconference.

Due to the Executive Orders issued by Governor Polis and
Public Health Orders implementing the Executive Orders
issued by the Colorado Department of Health and
Environment, and the threat posed by the COVID-19
coronavirus, this meeting was held via teleconference.

Attendance

The joint special meeting of the Boards of Directors of Legato
Metropolitan District Nos. 1-7 was called and held as shown above
and in accordance with the applicable statutes of the State of
Colorado. The following directors, having confirmed their
qualification to serve on the Boards, were in attendance:

Donna Barrentine
Roger G. Hollard
CJ Kirst
Emma Burns

Director French was absent. All absences are deemed excused
unless otherwise noted in these minutes.

Also present: Megan J. Murphy, Esq., and Kristin Bowers
Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys
at Law, Authority General Counsel, Jason Carroll,
CliftonLarsonAllen, LLP, Districts Accountant; and Brad Burns,
Blend Communities, President.

Call to Order

Ms. Murphy noted that a quorum of the Boards were present and
called the meeting to order.

**Conflict of Interest
Disclosures**

Ms. Murphy advised the Boards 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 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. Ms. Murphy noted

that a quorum was present and 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. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Agenda

Ms. Murphy presented the agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Appointment of Officers

The Boards engaged in discussion regarding the appointment of officers. Following discussion, upon a motion duly made and seconded, the Boards unanimously appointed the following:

- President/Treasurer – CJ Kirst
- Secretary – Roger Hollard
- Assistant Secretary – Jeff French
- Assistant Secretary – Donna Barrentine
- Assistant Secretary – Emma Burns

Discuss and Consider Adoption of Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically

Ms. Murphy presented the Resolution Declaring Emergency Procedures Authorizing the Holding of Regular and Special Meetings Telephonically to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Public Comment

None.

Consent Agenda

Following a summary by Ms. Murphy the items on the consent agenda were approved, adopted and/or ratified by one motion duly made and seconded, and unanimously carried.

- Joint Resolution Designating the Districts’ 24-Hour Posting Location

- Joint Public Records Request Policy
- Joint Resolution Adopting the Colorado Special District Records Retention Schedule
- Notices to Electors - § 32-1-809, C.R.S.
- Recording of Special District Public Disclosure Documents as required by § 32-1-104.8, C.R.S.
- Disclosure Notices Required by Service Plan
- Electronic Signature Policy
- Intergovernmental Agreement with the City of Commerce City Regarding the Service Plan

Insurance & Liability

Discuss and Consider Adoption of Joint Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts

Ms. Murphy presented the Boards with the Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements. The Boards engaged in a discussion and no action was needed.

Discuss Director Liability Issues and Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements

Ms. Murphy presented the Boards with the Memorandum Re: Crime Coverage, Fidelity Bonds and Designated Agent Endorsements. The Boards engaged in a general discussion and no action was taken.

Discuss Insurance Requirements (public official's liability, general liability, workers' compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special District Association

Ms. Murphy presented the Insurance Requirements (public official's liability, general liability, workers' compensation, comprehensive crime) and Consider Adoption of Resolution Approving an IGA with the Colorado Special Districts Property and Liability Pool and Authorize Membership in the Special Districts Association to the Boards. The Boards engaged in a general discussion. Following discussion, upon a motion duly made and seconded, the Boards of Districts Nos. 1-3 unanimously authorized membership in the Special Districts Association and directed legal counsel to obtain an insurance proposal from Colorado Special Districts Property and Liability Pool. Following discussion, the Boards of District Nos. 4-7 determined not to approve the insurance and membership at this time.

Consider Approval of Agency Services Agreement with T. Charles Wilson Insurance Services

Ms. Murphy presented the Boards with the agreement with T. Charles Wilson Insurance Services. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-3 unanimously approved the agreement.

Discuss BMO Worker's Compensation Coverage and Consider Authorizing Filing of Exclusion of Uncompensated Public Officials form for 2021 Policy Period

Ms. Murphy presented the BMO Worker's Compensation Coverage and Consider Authorizing Filing of Exclusion of Uncompensated Public Officials form for 2021 Policy Period to the Boards. The Boards engaged in a general discussion regarding Worker's Compensation Coverage. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 4-7 unanimously authorized the filing of exclusion. Following discussion, upon a motion duly made and seconded, Boards of District Nos. 1-3 approved obtaining workers' compensation coverage.

Consider Approval of Property and Liability Insurance Limits and Deductibles

Ms. Murphy presented the Boards with the Property and Liability Insurance Limits and Deductibles. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-3 unanimously approved the insurance coverage as presented. The Boards of District Nos. 4-7 determined not to obtain coverage at this time.

Engagement of Consultants

Consider Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services

Ms. Murphy reviewed the Engagement Letter with White Bear Ankele Tanaka & Waldron with the Boards. Ms. Murphy stated that as she is not independent as to the engagement, the Boards are advised to have separate legal counsel review the engagement letter. The Boards declined to engage separate legal counsel to review the letter. Following discussion, upon a motion duly and seconded, the Boards unanimously approved the engagement letter.

Consider Approval of Engagement Letter with CliftonLarsonAllen LLP for Accounting Services

Mr. Carroll presented the Boards with the Engagement Letter with CliftonLarsonAllen, LLP for accounting services. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement letter.

Legal Matters

Discuss and Consider Adoption of 2021 Joint Annual Administrative Resolution

Ms. Murphy presented the Boards with the 2021 Annual Administrative Resolution. Following discussion, upon motion duly made and seconded, the Boards unanimously adopted the resolution subject to changes discussed.

Consider Approval of Funding and Reimbursement Agreement with Cohen-Denver Airport, LLC

Ms. Murphy presented the Boards with the Funding and Reimbursement Agreement with Cohen-Denver Airport, LLC. Following discussion, upon motion duly made and seconded, the

Boards unanimously approved the agreement, subject to comments from Cohen-Denver Airport, LLC and subject to final legal review.

Financial Matters

Consider Approval of Execution of (1) Form SS-4 Application for Federal Employer Identification Number; (2) Application for Colorado Sales Tax Exemption Number; and (3) Application for Assignment of PDPA Numbers

The Boards reviewed the applications for FEIN numbers, Sales Tax Exemption numbers, and PDPA numbers. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the filing of the applications.

Discuss and Consider Establishment of Bank Accounts and Authorize Signers on the Accounts (with all checks requiring two signatures)

The Boards engaged in a discussion regarding establishment of bank accounts and authorizing signers. Following discussion, the Boards unanimously approved the establishment of a bank account at First Bank and authorized Director Kirst and Director Hollard as signatories and requiring only one signor on checks.

Public Hearing on 2021 Budgets and Consider Approval of Resolutions Adopting the 2021 Budgets

Director Hollard opened the public hearing on the proposed 2021 Budgets. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Carroll reviewed the 2021 Budgets and Resolutions with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions adopting the 2021 Budgets as discussed, appropriating funds therefore and certifying 0.000 mills adjusted for the general fund and 0.000 mills for the debt service fund subject to final legal review and comment of the 2021 Budgets.

The Boards directed legal counsel and the District's accountant to file the 2021 Budgets by January 30, 2021.

Discussion Regarding Establishment of Legato TBD Authority

The Boards engaged in discussion regarding the establishment of the Authority and the issuance of debt. No action was taken.

Other Business

Next Meeting

Ms. Murphy noted that White Bear Ankele Tanaka & Waldron would reach out to schedule the next board meeting.

Adjournment

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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



Roger Hollard (Mar 2, 2021 16:34 MST)

Secretary for the Meeting









2021-02-24 Legato MD Meeting Signature Packet

Final Audit Report

2021-03-02

Created:	2021-03-02
By:	Maudie Johns (mjohns@wbapc.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAy5VgbYm-ezcku_yJLpQLH2DCWva11Ao

"2021-02-24 Legato MD Meeting Signature Packet" History

-  Document created by Maudie Johns (mjohns@wbapc.com)
2021-03-02 - 11:26:05 PM GMT- IP address: 50.209.233.181
-  Document emailed to CJ Kirst (cjkest@tahoelandservices.net) for signature
2021-03-02 - 11:27:50 PM GMT
-  Document emailed to Roger Hollard (rghollard@gmail.com) for signature
2021-03-02 - 11:27:50 PM GMT
-  Email viewed by CJ Kirst (cjkest@tahoelandservices.net)
2021-03-02 - 11:27:57 PM GMT- IP address: 74.125.214.1
-  Email viewed by Roger Hollard (rghollard@gmail.com)
2021-03-02 - 11:34:08 PM GMT- IP address: 74.125.212.15
-  Document e-signed by Roger Hollard (rghollard@gmail.com)
Signature Date: 2021-03-02 - 11:34:43 PM GMT - Time Source: server- IP address: 73.153.143.169
-  Document e-signed by CJ Kirst (cjkest@tahoelandservices.net)
Signature Date: 2021-03-02 - 11:39:47 PM GMT - Time Source: server- IP address: 73.14.193.72
-  Agreement completed.
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