

BASE VILLAGE METROPOLITAN DISTRICT NO. 2

Special Board Meeting Minutes

Meeting Date: Thursday February 24, 2022

Meeting Time: 8:00am to 8:35am

Meeting Location: Online video conference held at the following site:

<https://www.gotomeet.me/Wolfersberger> Members of the public could also participate via phone using the dial-in number (571) 317-3112 and access code #937-865-597.

I. Call to Order (8:00am)

A special meeting of the Board of Directors of Base Village Metropolitan District No 2 (District) was called and held as shown above and in accordance with the statutes of the State of Colorado. The following Directors were in attendance:

Directors	Office	Attendance
Thomas Kosich	President	Present
Vacancy		
Vacancy		
Vacancy		
Vacancy		

Also, in attendance was Charles Wolfersberger (District Manager) with Wolfersberger, LLC and Paul Rufien (General Counsel) with Rufien Law, PC. No property owners were in attendance.

II. Roll Call

The meeting was called to order by Director Kosich. Director Kosich noted that a quorum of the Board was present, and the Directors confirmed their qualification to serve and, therefore, called the special meeting of the Board of Directors of the District to order.

III. Present Disclosures of Potential Conflicts of Interest

Director Kosich reviewed the agenda for the meeting, following which Director Kosich disclosed no conflicts of interest with the business to be discussed and conducted at the meeting.

IV. Director Matters

Director Kosich noted the court date for the District's lawsuit has been set to occur on April 6th.

V. Public Comments – None

VI. Administrative and Contractual Matters

- 1) Review and consider meeting agenda: Director Kosich reviewed the meeting agenda presented by the District Manager approved the agenda as presented.
- 2) Review and consider prior board meeting minutes: Director Kosich reviewed the draft of the meeting minutes for the September 29, 2021 board meeting and approved the meeting minutes as presented.
- 3) Review and consider 2022 management/accounting contract w Wolfersberger, LLC: Director Kosich reviewed and discussed the 2022 service contract submitted by Wolfersberger, LLC. The District Manager noted the 2022 contract reflects both accounting and management services provided to the District (due to the departure of Burg Simpson, PC) and such contract pricing is within budgeted accounting, management and legal costs for 2022 – which did not change from the 2021 budget. Director Kosich approved the 2022 service contract.
- 4) Review and consider service contract with Paul Rufien, PC: Mr. Rufien reviewed the legal service contract with Director Kosich. Director Kosich approved the service contract.
- 5) Status update – 2022 Board election: The District Manager provided an update regarding the 2022 election. Election notices were mailed out and posted on the District's website on February 1st.
- 6) Review and consider 2022 Administrative Resolution: The District Manager presented, and Director Kosich reviewed and discussed the 2022 administrative resolution. Director Kosich approved the 2022 Administrative Resolution.

Action Item #1: The District Manager will post the 2022 administrative resolution on the District's website.

VII. Financial Matters

- 1) Payment of Claims: The District Manager reviewed the schedule of check payments (checks #100014 to #100019) totaling \$19,499.15. Director Kosich approve the payment of claims.
- 2) Review the unaudited December 31, 2021 annual financial report: The District Manager reviewed with Director Kosich the District's December 31, 2021 annual financial statements. The District Manager noted direct and indirect collection costs for the debt fund totaled \$166,771, which is equal to 98.5% of collection costs budgeted for 2021. In 2020, costs to manage the District's functions totaled \$359,237 (115% higher than costs incurred in 2021) – which was comprised of \$109,778 in collection fees paid to the County Treasurer plus cash transfers totaling \$249,449 to Base Village Metro District No 1 (which is controlled by directors who possess conflicts of interest regarding their service on the BVMD1 board) under the 2016 Operations, Maintenance and Service Agreement.
- 3) Review and consider audit engagement letter from BF Borgers: Director Kosich reviewed the engagement letter submitted by BF Borgers CPA to audit the District's 2021 annual financial

statements. The District Manager noted this firm is registered with the PCAOB. Director Kosich approved the engagement letter as presented.

VIII. Executive Session – Not held

IX. Adjournment (8:38am)

There being no further business to come before the Board, and upon motion duly made by Director Kosich, the meeting was adjourned. The next board meeting is scheduled for Wednesday March 23, 2022 at 8:00am online at the following location: <https://www.gotomeet.me/Wolfersberger> Members of the public may also participate via phone using the dial-in number (571) 317-3112 and access code #937-865-597

DocuSigned by:



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Secretary

3/24/2022

Date