

BASE VILLAGE METROPOLITAN DISTRICT NO. 2

Special Board Meeting Minutes

Meeting Date: Wednesday, June 05, 2023

Meeting Time: 9:34am to 10:02am

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 (9:34am)

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, Paul Rufien (District general counsel), Sam Ferguson and Ryan Dougherty (District litigation counsel). 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 all 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 – None

V. Public Comments – None

VI. Administrative Matters

- 1) Meeting Agenda: Director Kosich reviewed the agenda as presented by the District Manager. Director Kosich approved the agenda as presented.

- 2) Review and consider March 29, 2023 board meeting minutes: Director Kosich reviewed the draft of the meeting minutes and approved the minutes as presented.

VII. Financial/Contractual Matters:

- 1) Review and consider payment of claims: Director Kosich reviewed the schedule of check payments (checks #100034) totaling \$6,354.00. Director Kosich approved the payment of claims as presented.
- 2) Review District's May 31, 2023 financial reports: The District Manager reviewed with the Board the District's Statement of Net Position as of May 31, 2023. Cash held by the District totaled \$3,853,296 and property taxes receivable totaled \$325,313. The District's liabilities were comprised primarily of \$50.0 million in bond debt plus accrued interest. 86% of property taxes levied for 2023 have been collected by the County Treasurer and remitted to the District.

Expenses in the debt fund are as follows:

Expense Category	Actual	Budget	\$ Difference	% of Budget Spent
Management/accounting fees	\$ 15,833	\$ 15,833	\$ -	100%
Treasurer collection fees	87,421	88,550	1,129	99%
Administrative costs	1,371	1,250	(121)	110%
Insurance	5,660	2,700	(2,960)	210%
Audit fees	3,000	3,000	-	100%
Legal fees	-	1,250	1,250	0%
Miscellaneous admin costs	-	4,000	4,000	0%
Trustee fees	6,100	6,100	-	100%
Total Costs	\$ 119,385	\$ 122,683	\$ 3,299	97%

- 3) Status update – 2022 annual financial statement audit: The District Manager reported that the District's 2022 annual financial statements and supporting audit schedules have been submitted to the District's auditors.

VIII. Executive Session

At 9:44am Director Kosich motioned to convene the meeting to Executive Session per C.R.S. 24-6-402(4)(b) to confer with the District's general and litigation counsel regarding legal matters related to litigation between the District and White Bear Ankele Tanaka & Waldron Professional Corporation (Case No. 2017CV30137) in the District Court for Pitkin County, as well as related arbitration. Mr. Rufien, Mr. Wolfersberger. Mr. Ferguson and Mr. Dougherty attended the executive session.

No actions were taken by the Board during executive session. On Mr. Rufien's advice, the executive session was not recorded due to the attorney/client privileged nature of the discussion.

Director Kosich motioned to close the executive session at 9:58pm.

IX. Legal Matters

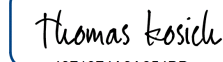
- 1) Review and consider directing litigation counsel regarding arbitration matters between the District and White Bear Ankele Tanaka & Waldron Professional Corporation (WBATW): Director Kosich discussed with litigation counsel and general counsel a settlement agreement between the District and WBATW, which would resolve all litigation and arbitration between the District and WBATW in exchange for a \$142,500 payment to the District. Director Kosich authorized litigation counsel to accept the offer on behalf of the District pending litigation counsel's final review and approval of the terms in the settlement agreement.

X. Adjournment (10:02am)

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 September 20, 2023 at 8:00am online at the following location:

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DocuSigned by:



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Secretary Thomas Kosich

President

9/25/2023

Date