

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

HARMONY TECHNOLOGY PARK METROPOLITAN DISTRICT NO. 2

Held: Wednesday, September 19, 2018, at 2:30 P.M. at 5042 Technology Parkway, Suite 200, Fort Collins, Colorado.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualification to serve, were in attendance:

Joseph Knopinski
John Gooch
John Hutto *via telephone

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District general counsel; Diane Wheeler, Simmons and Wheeler, P.C., District accountant; and Caroline Smith, Rob Aldrich (via telephone), and Dan Kelly (via telephone), MAVDevelopment Company.

Call to Order

Director Knopinski noted that a quorum of the Board was present and called the meeting to order.

Declaration of Quorum/
Director Qualifications/
Reaffirmation of
Disclosures

Mr. Waldron advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Waldron reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Waldron inquired into whether members of the Board 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

The Board reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

Public Comment None

Consent Agenda

Mr. Waldron presented the items on the consent agenda to the Board. Mr. Waldron advised the Board that any item may be removed from the consent agenda to the special agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon motion duly made and seconded, the following items on the consent agenda were unanimously approved and adopted:

- Approval of Minutes from the June 28, 2018 Special Meeting
- Approval of 24-Hour Posting Resolution
- Approval of Notice to Electors Pursuant to §32-1-809, C.R.S.
- Approval of Property and Liability Schedule and Limits

Legal Matters

Consider Adoption of 2019 Annual Administrative Resolution Mr. Waldron reviewed the 2019 Annual Administrative Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the 2019 Annual Administrative Resolution.

Consider Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services Mr. Waldron reviewed the Engagement Letter with White Bear Ankele Tanaka & Waldron with the Board. Mr. Waldron noted specifically that the arbitration provision had been revised to make it clear that arbitration applies to this engagement letter as well as any prior engagement with the District. Mr. Waldron also noted and discussed the addition of the representative client list section. Mr. Waldron stated that as he is not independent as to the engagement, the Board is advised to have separate legal counsel review the engagement letter. The Board declined to engage separate legal counsel to review the letter. After discussion, upon a motion duly made and seconded, and upon a vote, unanimously carried, the Board approved the engagement letter with White Bear Ankele Tanaka & Waldron.

Financial Matters

Review and Consider Acceptance of Financials and Check Listing Ms. Wheeler reviewed the June 30, 2018 unaudited financials and check listing with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the June 30, 2018 unaudited financials and ratified the check listing in the amount of \$11,295.86.

| | |
|---|---|
| Public Hearing on 2019 Budget | Director Knopinski opened the public hearing on the 2019 Budget. Mr. Waldron noted that the public hearing was published in accordance with Colorado law in the <i>Fort Collins Coloradoan</i> on September 17, 2018. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed. |
| Consider Adoption of 2019 Budget Resolution | Ms. Wheeler reviewed the proposed 2019 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the resolution adopting the budget, appropriating funds therefor and certifying 5.000 mills for the General Fund and 15.000 mills for the Debt Service Fund. |
| Consider Proposals for 2018 Audit | Ms. Wheeler reviewed the Proposals for the 2018 Audit with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the 2018 Auditor Proposals with Stratagem CPA. |
| Consider Approval of Engagement Letter with Simmons & Wheeler, P.C. for Accounting Services | Ms. Wheeler reviewed the Engagement Letter with Simmons & Wheeler, P.C. for Accounting Services with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Engagement Letter with Simmons & Wheeler, P.C. for Accounting Services. |
| Other Financial Matters | None. |

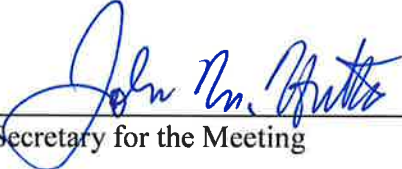
Other Business

| | |
|-------------------------------------|---|
| Status of Detention Pond Conveyance | <p>Mr. Aldrich provided an update to the Board on the status of the conveyance of the detention ponds.</p> <p>The Board engaged in general discussion regarding conveyance of the two detention pond parcels to the District upon final platting, and entering into agreements to provide for the ongoing operation and maintenance of the detention pond improvements.</p> <p>Following discussion, upon a motion duly made and seconded, the Board unanimously approved, subject to final platting (i) acceptance of special warranty deeds to the detention ponds, (ii) authorized Director Knopinski to execute the requisition of funds for payment of the remaining amounts owed for acquisition of the detention pond parcels, and (iii) authorized the execution of a management agreement with MAVD for maintenance of the detention pond parcels, subject to any required publication and bidding requirements.</p> |
|-------------------------------------|---|

Adjourn

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

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


Secretary for the Meeting

The foregoing minutes was approved on the 22nd day of October, 2019.