

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
INTERQUEST SOUTH BUSINESS IMPROVEMENT DISTRICT
(THE “**DISTRICT**”)
HELD
NOVEMBER 11, 2022

A special meeting of the Board of Directors (referred to hereafter as the “**Board**”) of the Interquest South Business Improvement District was convened on Friday, November 11, 2022, at 4:00 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Stacie Tucker, President
Bethany Fitzgerald, Secretary
Andrew Biggs, Assistant Secretary

Director Jerry D. Biggs and Director Gregory M. Tucker were absent and excused.

Also, In Attendance Were:

Russ Dykstra, Esq.; Spencer Fane, LLP
Krista Baptist, Courtney Hoff and Seef Le Roux; CliftonLarsonAllen, LLP
 (“CLA”)

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director S. Tucker called the meeting to order at 4:06 p.m.

The Board reviewed the agenda for the meeting. Following review, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board excused the absences of Director J. Biggs and Director G. Tucker.

Quorum, Director Qualifications, Disclosure Items: A quorum of the Board was confirmed. The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. No additional conflicts were disclosed at the meeting.

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Public Comment: None.

Minutes from the August 11, 2022 Regular Board Meeting: The Board reviewed the minutes of the August 11, 2022 regular Board meeting. Following review and discussion, upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board approved the minutes from the August 11, 2022 regular Board meeting, as presented.

Resolution Regarding 2023 Annual Administrative Matters: Following review and discussion, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board adopted the Resolution Regarding 2023 Annual Administrative Matters, as presented.

2023 Insurance Renewal: Following review and discussion, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board approved the 2023 Insurance Renewal and authorized membership in the Special District Association.

Other: None.

FINANCIAL MATTERS

Previous Claims and Current Claims: Mr. Le Roux review the previous and current claims with the Board. Following review, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board approved the current claims and ratified approval of the previous claims, as presented.

Cash Position and PTax Schedules: Mr. Le Roux reviewed the Cash Position and PTax Schedules with the Board.

Following review, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board accepted the September 30, 2022 Unaudited Financial Statements, as presented.

September 30, 2022 Unaudited Financial Statements: Mr. Le Roux reviewed the September 30, 2022 Unaudited Financial Statements with the Board.

Following review, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board accepted the September 30, 2022 Unaudited Financial Statements, as presented.

Public Hearing to Consider Amendment of the 2022 Budget and Adoption of Resolution to Amend the 2022 Budget: Upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board opened the public hearing to consider amendment of the 2022

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budget at 4:16 p.m.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing. No public comments were received.

Upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board closed the public hearing at 4:17 p.m.

Mr. LeRoux reviewed the 2022 budget amendment with the Board. Following review and discussion, upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board approved the 2022 budget amendment and adopted the Resolution to Amend the 2022 Budget.

Public Hearing on the Proposed 2023 Budget and Adoption of Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution to Set Mill Levies: Director A. Biggs opened the public hearing at 4:19 p.m. to consider the proposed 2023 budget. It was noted that publication of Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

Upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board closed the public hearing at 4:22 p.m.

Mr. LeRoux reviewed the proposed 2023 budget with the Board. Following review and discussion, upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board approved the proposed 2023 budget and adopted the Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution to Set Mill Levies, as presented.

District Accountant to Prepare the DLG-70 Certification of Tax Levies Form for Certification to the Board of County Commissioners and Other Interested Parties: Following discussion, upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.

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Board Member to Sign the DLG-70 Certification of Tax Levies: Following discussion, upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board authorized any Director to sign the DLG-70 Certification of Tax Levies.

Engagement Letter with BiggsKofford to Prepare the 2022 Audit: Mr. Le Roux reviewed the engagement letter with BiggsKofford with the Board, noting an increase in cost. Following review, upon a motion duly made by Director A. Biggs, seconded by Director S. Tucker and, upon vote, unanimously carried, the Board approved the engagement of BiggsKofford to prepare the 2022 Audit.

Other: None.

LEGAL MATTERS

Resolution Calling a Regular Election for Directors on May 2, 2023, DEO and DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election: Following review and discussion, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 2, 2023, appointed Katie Stahl as the Designated Election Official and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

Workers Compensation Exclusion Resolution: This item was tabled by Mr. Dykstra. No action taken.

2022-2023 Agreement for Snow Removal Services Between the District and Timberline Landscaping: Ms. Baptist reviewed the 2022-2023 Agreement for Snow Removal Services between the District and Timberline Landscaping with the Board. Following review, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board approved the 2022-2023 Agreement for Snow Removal Services Between the District and Timberline Landscaping, subject to legal review.

Other: None.

MANAGER MATTERS

CliftonLarsonAllen LLP Statement(s) of Work for 2023: Ms. Baptist reviewed the CLA statements of work for 2023 with the Board. Following review, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Statements of Work for 2023, as presented.

Other: Ms. Baptist provided an update to the Board that Colorado Springs Utilities had contacted CLA about a fiber optic installation in the area. CLA has a subcontractor that can be contacted about the project, if needed. No action was

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taken.

OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director S. Tucker, seconded by Director A. Biggs and, upon vote, unanimously carried, the Board adjourned the meeting at 4:33 p.m.

Respectfully submitted,

DocuSigned by:
By Bethany Fitzgerald
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Secretary for the Meeting