

**STERLING RANCH**



**COMMUNITY AUTHORITY BOARD**

**MINUTES OF THE SPECIAL MEETING OF THE BOARD  
OF DIRECTORS**

OF THE

**STERLING RANCH COLORADO METROPOLITAN  
DISTRICT NO. 2**

Held: Tues, January 25, 2022, at 5:30 p.m. at The Overlook,  
7853 Piney River Ave, Littleton, CO 80125.

The special meeting of the Board of Directors of the Sterling Ranch Colorado Metropolitan District No. 2 was called and held as shown above in accordance with the statutes of the State of Colorado. The following Directors having confirmed their qualifications to serve on the Board, were in attendance:

Matt Collins, President / Chair  
Janeen A. McDonald, Treasurer  
Diane H. Smethills, Assistant Secretary\*  
Marissa Goldberg, Assistant Secretary\*  
Joel A. Halligan, Assistant Secretary

[\* Participated telephonically]

Absent: None.

Also in attendance were:

Denise Hogenes\*, CAB and District No. 2 General Manager  
Cameron Richards, CAB and District No. 2 General Counsel

Call to Order

Director Collins noted that a quorum of the Board was in attendance and the Directors confirmed their continuing qualification to serve on the Board. The meeting was called to order at 5:30 p.m.

Disclosure Matters

Mr. Richards advised the Board that pursuant to Colorado law certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member

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disclosed their conflicts of interest, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. The Board determined that the participation of the members in attendance was necessary to obtain a quorum or otherwise enable to Board to act. Mr. Richards reported that disclosures of potential conflicts of interest for the directors had been filed with the Secretary of State's office at least 72 hours prior to this meeting. No additional conflicts were disclosed at this time.

Pledge of Allegiance

Director Collins led the meeting in the Pledge of Allegiance.

Public Comment

Director Collins opened the public comment period. No public comment was offered at this time. Director Collins closed public comment.

Agenda

The Board reviewed the agenda. The Board approved the agenda as presented upon motion made, second and by unanimous vote.

Approval of Minutes

The minutes of the October 19, 2021, special meeting were presented for review. Upon motion, second, and by unanimous vote, the October 19, 2021, minutes were approved as presented.

Review and Consider  
Adoption of Resolution No.  
2022-01-01 Adopting  
Administrative Matters for  
2022

Mr. Richards presented Resolution No. 2022-01-01 addressing various annual requirements of the District and directing staff of the District's consultants to complete various filings on the District's behalf. The Board reviewed the form of resolution presented. The Board asked about holding virtual meetings. Ms. Hogenes and Mr. Richards reviewed that recent legislative changes have made virtual meetings possible. Hybrid meetings, with some attending in person and others virtually, are difficult to ensure both directors and members of the public can hear and participate. There are other concerns with virtual meetings related to executive session and other elements. Staff is looking into this, but for the foreseeable future meetings will likely continue in-person.

The Board approved and adopted Resolution No. 2022-01-01 upon motion, second and by unanimous vote.

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2022 Director Qualification and Conflict Disclosures

Mr. Richards distributed director qualification affidavits and conflict of interest disclosures along with a memorandum to help identify conflicts. Mr. Richards noted these documents are updated at least annually and are used to ensure appropriate compliance. Mr. Richards requested the documents be completed and returned to him for the District's records.

2022 Election

- Review and Consider Resolution No. 2022-01-02 Calling a Regular Election for Directors on May 3, 2022

Ms. Hogenes and Mr. Richards reviewed the upcoming election process and community messaging. Resolution No. 2022-01-02 was presented and directs the designated election official to take certain actions necessary to carry out the election. The District has two (2) seats up for election, presently held by Director Collins and Director D. Smethills. The election will be administered and run by Catherine Bright as designated election official and Seter and Vander Wall, P.C., the District's outside counsel. Ms. Hogenes reviewed plans to promote the openings on the Board to the community. The Board discussed the election.

Resolution No. 2022-01-02 was approved and adopted upon motion, second and by unanimous vote.

Other Business

There was no other business brought before the Board at this time.

Adjournment

There being no further business to come before the Board, upon motion made, second and by unanimous vote, the meeting was adjourned at 5:59 p.m.

A handwritten signature in blue ink, appearing to read 'J. Hiller', written over a horizontal line.

Secretary for the Meeting