

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

MILLER RANCH METROPOLITAN DISTRICT

Held: Tuesday, November 15, 2022, at 12:00 A.M. at 1641 California Street, Suite 300, Denver, CO 80202 and via zoom meeting
<https://us02web.zoom.us/j/87015696837?pwd=SXA4Y0F3WnhocVJzVmVRSFpheC9MUT09>
Meeting ID: 870 1569 6837 Passcode: 993542,
Telephone: 1 253 215 8782 US

Attendance

The special meeting of the Board of Directors of the Miller Ranch Metropolitan District was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

Vernon Miller
Stephanie Denne
Sandra Miller
Stacy Babi
Vacant

Also present were: Dianne Miller, Sonja Steele, and Rhonda Bilek of Miller & Associates Law Offices, LLC.

Call to Order

Ms. Miller noted that a quorum of the Board was present, and the Directors confirmed their qualification to serve.

Disclosure Matters

Ms. Miller advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

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Director Vernon Miller disclosed his interests as an owner of property within the District. Director Vernon Miller also disclosed his interest in Applebee Development Company Inc., which owns property within this District, as well as his financial interest in the property. Director Vernon Miller also disclosed his position as a partial owner and president of Applebee Development Company, Inc. These disclosures are associated with items on the agenda that may affect his interests.

Director Stephanie Denne disclosed her interests as an owner of property within the District. Director Denne also disclosed her interest in Applebee Development Company Inc., which owns property within this District, as well as her financial interest in the property. Director Denne also disclosed her position as a partial owner of Applebee Development Company, Inc. These disclosures are associated with items on the agenda that may affect her interests.

Director Stacy Babi disclosed her interests as an owner of property within the District. Director Babi also disclosed her interest in Applebee Development Company Inc., which owns property within this District, as well as her financial interest in the property. Director Babi also disclosed her position as partial owner of Applebee Development Company, Inc. These Disclosures are associated with items on the agenda that may affect her interests.

Director Sandra Miller disclosed her interests as an owner of property within the District. Director Denne also disclosed her interest in Applebee Development Company Inc., which owns property within this District, as well as her financial interest in the property. Director Denne also disclosed her position as a partial owner of Applebee Development Company, Inc. These disclosures are associated with items on the agenda that may affect her interests.

Written disclosures of the interests of all of the directors were filed with the Secretary of State prior to the meeting.

Approval of Minutes –
November 16, 2021

The minutes for the November 16, 2021 meeting were reviewed by the Board. Upon motion by Director Denne and second by Director Stacy Babi, the Board unanimously approved the minutes as presented

Public Hearing to Consider
2023 Budget

Ms. Miller presented a proposed budget for 2023. Ms. Miller noted that notice of the public hearing for the budget was posted

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in three locations within the boundaries of the District and otherwise published in accordance with Colorado law. Upon motion of Director Babi and second by Director Stephanie Denne, Ms. Miller opened the public hearing. No one providing any comments to the budget, upon motion by Director Stephanie Denne and second by Director Staci Babi, Ms. Miller closed the hearing.

Approval of 2023 Budget

Ms. Miller advised the Board of the details of the 2023 budget. Upon review and discussion and upon the motion of Director Babi and second by Director Stephanie Denne, the Board unanimously approved the proposed budget for 2023, subject to receipt of the final assessed value of the District by the County Assessor, and appropriated the funds, therefore. Upon motion of Director Stephanie Denne and second by Director Babi, the Board unanimously approve to adopt the 2023 budget upon final assessed valuation from the county assessor.

Approval of 2023 Annual Administrative Resolution

The directors discussed various administrative matters to be determined by the Board on an annual basis in order to comply with Colorado law. Ms. Miller presented the Board with a resolution designating officers for the District and establishing director compensation, regular meeting dates, notice provisions and other administrative matters. Upon motion of Director Babi and second by Director Stephanie Denne, the Board unanimously approved the annual administrative resolution.

Consider Resolution Waiving Workers' Compensation Insurance for 2023

Ms. Miller presented to the Board the Resolution Waiving Workers' Compensation Insurance for 2023. Upon motion by Director Stephanie Denne and second by Director Babi, the Board unanimously approved the resolution.

Other Business

There was no other business at this time.

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Adjournment

There being no further business to come before the Board, upon motion and second, the Board unanimously adjourned the meeting. The next regular meeting of the Board is scheduled for first Thursday of June and November at 12:00 P.M.

DocuSigned by:

Stephanie Denne

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Secretary for the District