

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LITTLETON VILLAGE METROPOLITAN DISTRICT NO. 2  
HELD  
MAY 31, 2023

A special meeting of the Board of Directors (the “Board”) of the Littleton Village Metropolitan District No. 2 (the “District”) was convened on Wednesday, May 31, 2023, at 5:00 p.m. via Zoom. The meeting was open to the public.

### ATTENDANCE

Directors In Attendance:

Maria McAfee, Treasurer  
Zach Tedeschi, Secretary\*  
Holly Bundschu, Assistant Secretary  
Jim Bowlby, Jr., Assistant Secretary

Also In Attendance:

AJ Beckman, Geol Scheirman and Kate Innes; Public Alliance  
Joan Fritsche, Esq.; Fritsche Law, LLC  
Mike Bakarich; Morain Bakarich, CPAs

\*arrival where noted.

### ADMINISTRATIVE MATTERS

**Call to order and approval of agenda:** Mr. Beckman called the meeting to order at 5:03 p.m. Mr. Beckman reported that Director Cernanec previously advised the Board that he would be out of town and Director Tedeschi previously indicated his presence at today’s may be sporadic as he is the caretaker for young children. Director Bundschu advised the Board that she is selling her home and will be moving from the District in the coming weeks. She further noted that she discussed remaining on the Board until she is no longer qualified with Ms. Fritsche. Director Bundschu then noted that she is disappointed that she is present as an outgoing Director, and that not all of Board members are present.

Following review, upon a motion made by Director Bowlby seconded by Director McAfee and, upon vote, unanimously carried, the Board approved the agenda, as presented.

**Quorum, location of meeting and posting of meeting notices:** A quorum of the Board was present, and the meeting location (Zoom) and meeting notice posting were confirmed.

Following discussion, upon a motion made by Director Bowlby seconded by Director McAfee and, upon vote, unanimously carried, the Board excused Director Cernanec.

## RECORD OF PROCEEDINGS

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**Disclosures of potential conflicts of interest:** None.

\*Director Tedeschi joined the meeting at this time.

**Election of Officers:**

**President:** Following discussion, upon motion duly made by Director McAfee, seconded by Director Tedeschi and, upon vote, unanimously carried, the Board elected Director Bowlby as President.

**Treasurer:** Following discussion, upon motion duly made by Director Tedeschi, seconded by Director Bowlby and, upon vote, unanimously carried, the Board elected Director McAfee as Treasurer.

**Secretary:** Following discussion, upon motion duly made by Director Tedeschi, seconded by Director Bowlby and, upon vote, unanimously carried, the Board elected Director Tedeschi as Secretary.

**Assistant Secretary:** Following discussion, upon motion duly made by Director Tedeschi, seconded by Director Bowlby and, upon vote, unanimously carried, the Board elected Director Bundschu as Assistant Secretary.

**Assistant Secretary:** Following discussion, upon motion duly made by Director Tedeschi, seconded by Director Bowlby and, upon vote, unanimously carried, the Board elected Director Cernanec as Assistant Secretary.

**Public comment:** None.

**FINANCIAL  
MATTERS**

**None.**

**LEGAL MATTERS**

**Accounting Services Proposal from Morain Bakarich, CPAs:** Mr. Bakarich reviewed his proposal with the Board. Director Bowlby requested that the fee exhibit to the contract include only the rate schedule. Ms. Fritsche advised the Board she will replace the exhibit as requested. Director Bowlby asked if an explanation of hours billed would be included. Mr. Bakarich explained that there is a detailed explanation with each billing entry. Mr. Bakarich explained that he will work with Director McAfee on monthly reports and quarterly financials. Mr. Bakarich then discussed the accounts payable process and the utilization of bill.com. Director McAfee suggested that the approvers for invoices should be the Accountant, the Manager, and the Treasurer. She suggested that Director Bundschu be removed since she will be leaving the Board in the near future and noted that landscaping invoices should be separately reviewed by Director Tedeschi.

## RECORD OF PROCEEDINGS

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### **Quarterly Water Fee and Maintenance and Administration Fee Billing Services Proposal from American Conservation & Billing Solutions, Inc.:**

Mr. Beckman reviewed the proposal with the Board. Director Bowlby asked about the Colorado Springs Banking location noted in the proposal. Mr. Bakarich explained this would be the account where electronic deposits would be received. Mr. Bowlby requested that the notice of the new billing process be updated on the website, as well as eblasts and billing inserts and posted on the District's posting boards. Mr. Beckman advised the Board that Public Alliance will assist in coordinating this effort. Discussion ensued regarding the process for approving eblast communications. There was consensus that Ms. McAfee would be the contact for approval of communication since Director Bundschu will be leaving the Board.

### **Termination of CliftonLarsonAllen contract for Accounting and Billing Services:**

Ms. Fritsche reviewed the Notice of Termination Letter with the Board and explained CLA's contract requires 30-days' notice of termination and CLA's termination date will be June 30, 2023, allowing for transition of District services and files from CLA to Morain Bakarich.

**Signers on All District Banking Accounts:** The Board discussed updating the authorized viewers and signers on the District's bank accounts.

Following discussion, upon motion duly made by Director Bowlby, seconded by Director McAfee and, upon vote, unanimously carried, the Board approved 1) Directors McAfee, Bowlby and Tedeschi as signers on the District's bank accounts; 2) granting Morain Bakarich access to view the District's accounts; and 3) removal of CLA and past Directors from access to the District's accounts, including ColoTrust. Mr. Bakarich will coordinate updating bank, ColoTrust and BILL.com authorizations.

### **MANAGER MATTERS**

**Mulch Proposal:** Mr. Scheirman and Mr. Tedeschi presented a proposal to add mulch to several planted beds throughout the District. Discussion ensued regarding which areas should be the highest priority. Director McAfee suggested that replacement of mulch should be considered in context with xeric conversion efforts. Mr. Scheirman will follow up with BrightView on the status of xeric planting suggestions. Director Bowlby suggested that Director Tedeschi and Mr. Scheirman meet on site with BrightView to discuss the mulch proposal and xeric conversion plans and that an update be presented at the next meeting.

### **OTHER BUSINESS**

**Other:** None.

### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director McAfee, seconded by Director Bowlby and, upon vote, unanimously carried, the Board adjourned the meeting at 5:55 p.m.

## RECORD OF PROCEEDINGS

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

Respectfully submitted,

DocuSigned by:

*Ezekiel Tedeschi*

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Secretary for the Meeting