

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LIVERPOOL METROPOLITAN DISTRICT (THE "DISTRICT")  
HELD  
NOVEMBER 8, 2021

A special meeting of the Board of Directors of the Liverpool Metropolitan District (referred to hereafter as the "Board") was convened on Monday, November 8, 2021, at 3:00 p.m., Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

Directors In Attendance Were:

Michael F. Hamrick, President  
Paul Krames, Vice-President  
Charlotte Lagrave, Treasurer  
Paul Tauriello, Secretary

Also, In Attendance Were:

Stephanie Odewumi and Cassie Bennett; CliftonLarsonAllen, LLP  
Joe Norris; Collins Cockrel & Cole  
Ben Kristopeit; JBK

### ADMINISTRATIVE MATTERS

**Call to Order and Approval of Agenda:** The meeting was called to order at 3:10 p.m. Upon a motion duly made by Director Krames, seconded by Director Hamrick and, upon vote, unanimously carried, the Board approved the Agenda as presented.

**Declaration of Quorum/Disclosure of Conflicts of Interest/Director Qualifications:** A quorum 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.

**Public Comment:** None.

**Minutes of the September 13, 2021 Special Meeting:** Following review, upon a motion duly made by Director Hamrick, seconded by Director Lagrave and, upon vote, unanimously carried, the Board approved the September 13, 2021

## RECORD OF PROCEEDINGS

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Special Meeting Minutes.

**Resolution Establishing 2022 Meeting Dates, Time and Location, and Authorizing Online Notice of Public Meetings:** Following review, upon a motion duly made by Director Lagrave, seconded by Director Tauriello and, upon vote, unanimously carried, the Board approved of Resolution Establishing 2022 Meeting Dates, Time and Location, and Authorizing Online Notice of Public Meetings.

**CLA Master Services Agreement for Management and Accounting Services:** Following review, upon a motion duly made by Director Tauriello, seconded by Director Lagrave and, upon vote, unanimously carried, the Board approved the CLA Master Services Agreement for Management and Accounting Services.

**Other:** None.

### BOARD OF DIRECTORS

**Discuss Board Vacancy:** It was noted that two candidates have sent in the answers to the questionnaire. Following discussion, upon a motion duly made by Director Hamrick, seconded by Director Krames and, upon vote, unanimously carried, the Board elected to appoint Leann Reynolds.

**Other:** None.

### FINANCIAL MATTERS

**Public Hearing on the Proposed 2022 Budget and Consider Adoption of Resolution to Adopt 2022 Budget:** Upon a motion duly made by Director Hamrick, seconded by Director Tauriello and, upon vote, unanimously carried, the Board opened the public hearing at 3:33 p.m. to consider the proposed 2022 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2022 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received. Upon a motion duly made by Director Hamrick, seconded by Director Tauriello and, upon vote, unanimously carried, the Board closed the public hearing at 3:34 p.m.

Ms. Bennett reviewed the 2022 budget with the Board. Following discussion, upon a motion duly made by Director Krames, seconded by Director Lagrave and, upon vote, unanimously carried, the Board approved the 2022 budget and adopted the Resolution to Adopt the 2022 Budget.

## RECORD OF PROCEEDINGS

---

**Engagement Letter with Logan and Associates, LLC to Prepare the 2021 Audit:** This item was deferred until the next meeting.

**July 31, 2021 Financial Statements:** This was previously approved at the last meeting.

**Claims Totaling \$79,784.49:** Ms. Bennett reviewed the claim with the Board. Following discussion, upon a motion duly made by Director Tauriello, seconded by Director Hamrick and, upon vote, unanimously carried, the Board approved and ratified the claims in the amount of \$79,784.49.

**Other:** The Board discussed that they want to get the fountain up and running. There was discussion around the Arvada pump and any maintenance that needs to be done.

### LEGAL MATTERS

**Resolution Calling a Regular Election for Director on May 3, 2022, Appointing the DEO and Authorizing the DEO to Perform all Tasks Required for the Conduct of Mail Ballot Election:** Attorney Norris reviewed the Resolution with the Board noting there has been a change from even years to odd years for elections. He discussed the legislative updated for notification to the public on the transparency notice for districts organized after January 2000 stating that the notice would have to be mailed to every elector. However, it is not required of the District due to the fact that Liverpool MD was organized in 1994.

Following discussion, upon a motion duly by Director Krames, seconded by Director Tauriello and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 3, 2022, Appointing the Deo and Authorizing the DEO to perform all tasks required for the Conduct of Mail Ballot Election.

**Other:** None.

### LANDSCAPE UPDATE

**Landscaping Maintenance Report:** Mr. Kristopeit provided an update of the landscaping maintenance within the District, noting the maple trees got an iron injection a week ago, and that the ash trees will be treated in the Spring. He also noted that the corner samples were sent to the lab to see what the issue is that is causing the grass to die. Mr. Kristopeit also mentioned that Fall clean-up of leaves has started, the valve at pump turf was closed and that the lights at the medians were checked. Mr. Kristopeit asked for approval for 3 additional tree removals that will come out over the winter and for new trees in the spring.

**Landscaping Contract:** Mr. Kristopeit reviewed the Contract with the Board. Following review, upon a motion duly made by Director Tauriello, seconded by Director Lagrave and, upon vote, unanimously carried, the

## RECORD OF PROCEEDINGS

---

Board approved the Landscaping Contract.

### **JBK Landscape LLC Proposals:**

- I. 2022 Annual Flower Proposal: This proposal was deferred to the next meeting.

**Other:** None

MANAGER  
MATTERS

**Pond Refurbishment Project Update:** Ms. Odewumi updated the Board. There was a discussion about putting a bench and adding a doggie station down closer to the street and a trash can. It was noted that a concrete pad would need to be poured.

**Greenfield HOA Update:** Ms. Odewumi provided an update, noting that the playground improvement has been delayed due to manufacture delays. A meeting between Liverpool MD and Greenfield HOA is to be coordinated.

**City of Aurora- Piney Creek Trail Crossing Project:** Ms. Odewumi noted that she is waiting on the City of Aurora for corrective action.

### **Engaging Contractor for 2022:**

- i. Maintenance and Snow Removal with JBK Landscape LLC: Following review, upon a motion duly made by Director Krames, Seconded by Director Lagrave and, upon vote, unanimously carried, the Board approved the Maintenance and Snow Removal with JBK Landscape LLC contract.
- ii. Pond Maintenance with EcoResource Solutions Inc.: Following review, upon a motion duly made by Director Krames, Seconded by Director Lagrave and, upon vote, unanimously carried, the Board approved the Pond Maintenance with EcoResource Solutions Inc. contract.
- iii. Legal Services with Collins, Cockrel & Cole: Attorney Norris notified the Board that as of the end of the year they will no longer be doing business under that name. This change will not happen until April, but Attorney Norris noted this will not have any disruption for the District. Director Hamrick asked if this would cause there to be an increase in fees, to which Attorney Norris noted there would not be for the next season. Director Krames as if Attorney Norris would still be the District's contact. Attorney Norris stated he would still be the main point of contact.

## RECORD OF PROCEEDINGS

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**iv. Engineering Services with Stantec Inc.:**

**Westside Improvement:** None.

**Other:** None.

**BOARD MEMBER  
MATTERS**

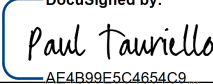
**Confirm Quorum for Next Meeting on March 14, 2022 at 3:00 p.m.:** A quorum was confirmed for March 14, 2022.

**Other:** None.

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon a motion duly made by Director Krames, seconded by Director Hamrick and, upon vote, unanimously carried, the meeting was adjourned at 4:14 p.m.

Respectfully submitted,

By  AE4B99E5C4654C9  
Secretary for the Meeting