
RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CONSERVATORY METROPOLITAN DISTRICT
HELD
JUNE 17, 2019**

A Special Meeting of the Board of Directors (referred to hereafter as “Board”) of the Conservatory Metropolitan District, (referred to hereafter as “District”), was convened Monday, the 17th day of June, 2019, at 9:00 a.m., at the Saddle Rock South Clubhouse, 6800 S. Liverpool Street, Suite A, Aurora, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Laverne Palmer
Pedro L. Moczo, Jr.
Nicole Tow
Janine Schilling

Following discussion, upon motion duly made by Director Moczo, seconded by Director Tow and, upon vote, unanimously carried, the Board excused the absence of Director Baldwin.

Also In Attendance Were:

Ashley B. Frisbie (for a portion of the meeting) and Judy L. Leyshon; Special District Management Services, Inc. (“SDMS, Inc.”)

Jennifer Gruber Tanaka, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

Georgia Harland; Simmons and Wheeler, P.C. (for a portion of the meeting)

Tim Siml and Charles Gardner (for a portion of the meeting); residents

**DISCLOSURES OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosures of Potential Conflicts of Interest: Attorney Tanaka 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 Directors Palmer, Moczo, Tow, and Schilling, along with each consultant, confirmed that they have no conflicts of interest in connection with any of the matters listed on the Agenda.

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PLEDGE OF ALLEGIANCE

Pledge of Allegiance: Director Palmer led the Board in reciting the Pledge of Allegiance.

ADMINISTRATIVE MATTERS

Agenda: Director Palmer reviewed with the Board the proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Tow and, upon vote, unanimously carried, the Agenda was approved, as amended.

Resignation of Ashley B. Frisbie as District Manager: Director Palmer informed the Board that Ms. Frisbie is resigning from SDMS, Inc. and introduced Judy L. Leyshon as the District's assigned Manager. The Board thanked Ms. Frisbie for her time and commitment to the District.

Resolution Concerning the Location of Special and Regular Meetings: The Board reviewed Resolution No. 2019-06-01; Resolution Concerning the Location of Special and Regular Meetings.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Schilling and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-06-01; Resolution Concerning the Location of Special and Regular Meetings. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

FINANCIAL MATTERS

Claims: Ms. Harland reviewed with the Board the check register for the period ending June 17, 2019, including check numbers 3215 through 3227, totaling \$54,434.99.

Following discussion, upon motion duly made by Director Schilling, seconded by Director Tow and, upon vote, unanimously carried, the Board approved the check register for the period ending June 17, 2019, including check numbers 3215 through 3227, totaling \$54,434.99.

DIRECTOR ORIENTATION

Directors' District Orientation Presentation: Attorney Tanaka conducted the Director Orientation.

EXECUTIVE SESSION

Pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., upon motion duly made by Director Moczo, seconded by Director Palmer and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in

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executive session at 12:00 p.m. for the purpose of receiving legal advice, as authorized by Sections 24-6-402(4)(b) and (e), C.R.S.

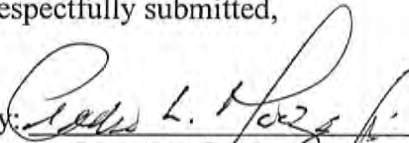
Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the District's attorney, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 12:12 p.m.

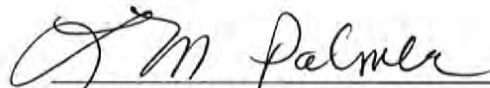
ADJOURNMENT

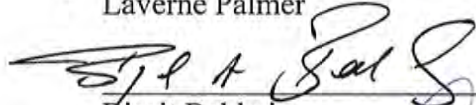
There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

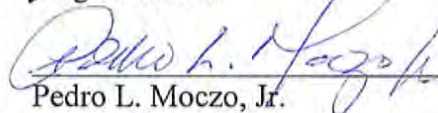
Respectfully submitted,


By: 
Secretary for the Meeting

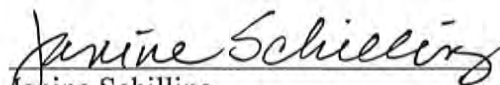
THESE MINUTES WERE APPROVED AS THE OFFICIAL JUNE 17, 2019 MINUTES OF THE CONSERVATORY METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:


Laverne Palmer


Birgit Baldwin


Pedro L. Moczó, Jr.


Nicole Tow



Janine Schilling

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Attorney Statement

Regarding Privileged Attorney-Client Communication

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that in my capacity as the attorney representing the Conservatory Metropolitan District (the "District"), I attended the Executive Session on June 17, 2019, for the sole purpose of conferencing with the District's Board of Directors for the purpose of giving legal advice on specific legal questions as authorized by §§ 24-6-402(4)(b), C.R.S. I further attest that it is my opinion that all or a portion of the executive session discussion constituted attorney-client privileged communication as provided by § 24-6-402(4)(b), C.R.S., and based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S.



Jennifer Gruber Tanaka, Esq.
General Counsel