

MEETING MINUTES - FINAL
Will be Approved Jan 15, 2020
HAVANA BUSINESS IMPROVEMENT DISTRICT
BOARD OF DIRECTORS MEETING AND PUBLIC HEARING ON THE 2019 BUDGET
THURSDAY, DECEMBER 5, 2019, 9 A.M.
HELD: Bank of the West
1389 S HAVANA ST
AURORA CO 80012
AND VIA CONFERENCE CALL
Call-in Phone Number: 303-536-7612 (no pin needed)

Board members present or on the call: Garrett Walls, Matt Rauzi, Yulissa Williams, Brenda Sooper, Devon Horan, Donovan Welsh, Shannon Jones, Gary Sliger and Finn Ruehrdanz. All board members were present for the call.

Others present or on the call: Gayle Jetchick, Founder, Chance Horiuchi, Executive Director and Tom George, Havana BID attorney from Spencer-Fane. No community members were present at Bank of the West for conference call.

Call to Order: Garrett Walls noted that a quorum was present for the purpose of conducting a meeting of the Board of Directors and called the board meeting and public hearing of the Havana Business Improvement District to order at approximately 9:02a.m.

Disclosure of potential conflicts of interest: The Board members present noted for the record that they have financial interests in entities that own property within the boundaries of the Havana BID, are active in developing property within the boundaries of the District, or are employed by such entities, and that such interests may be affected from time to time by actions of the Havana BID's Boards of Directors. In accordance with state law, the Directors have filed written disclosures describing such potential conflicts of interest with the Secretary of State, and the Directors present verbally reaffirmed such disclosures on the record of this meeting.

Announced the disclosure of potential conflicts of interest: NONE

Established a quorum: All 9 board members present and quorum established.

Those present and on the conference call reviewed the 2020 budget for the Havana BID.

Garrett Walls asked Chance Horiuchi to share a 45 second overview of the recent changes to the documents submitted in the email thread regarding the resolutions for today's call.

Comments – Chance Horiuchi shared that the one update was made on the resolution to adopt the 2020 budget. She talked to Leslie Larsen at Spencer Fane and updated the document to not include the TIF since we do not receive those monies until 2021. Also, we missed the deadline to submit the Exclusion Uncompensated Public Officials Form & Workers Compensation for the

BID's 2020 Workers Compensation renewal. The form needed to be submitted 45 days prior to the 2020 renewal. Chance Horiuchi updated the date on the resolution to reflect 2021 dates so that on today's call will adopt the resolution for the next year and not 2020. Then Spencer Fane will have the resolution on file prior to our next year's renewal. Chance Horiuchi explained that we have more resolutions to adopt this year than previous years due to changes in compliance and recommended resolutions to be adopted by Spencer Fane.

Tom George also shared that there may be a way we can resubmit the 2020 Exclusion Uncompensated Public Officials Form & Workers Compensation for the BID's 2020 Workers Compensation renewal. However, he shared that the board member compensation is not a bad thing to have in place especially with the affordable cost of the insurance to a BID. Sometimes it costs more to file the form by Spencer Fane than it saves the district money. Chance Horiuchi agreed and stated that the 2020 renewal for 9 board members costed the BID only \$81. Tom also shared that other districts pay more and sometimes spend \$200-300 a year for several districts to be covered.

Before entertaining a motion on the 2020 budget Tom George shared that Garrett needs to open the public hearing on the 2020 budget.

Opened the public hearing on the 2020 budget for public discussion at 9:08am: Garrett Walls opened the public hearing and asked for comments on the 2020 budget.

Comments Discussion: No comments were received.

Voted to adopt the 2020 budget as presented: Garrett Walls closed the public hearing and asked for a motion from the floor to adopt the 2020 budget as presented.

Garrett Wall asked for a motion to adopt the 2020 budget as presented.

Motion: Garrett Walls

Second: Yulissa Williams

Vote: Adopted unanimously, none opposed

Entertained a motion to appropriate the funds for the 2020 budget: Garrett Walls asked for a motion to approve the appropriation of funds as shown in the adopted 2020 budget.

Motion: Garrett Walls

Second: Yulissa Williams

Vote: Approved unanimously. None opposed.

Certify the 2020 mill levy at 4.5 mills: Garrett asked is this agenda item referring to the certification of the tax levies' document. Tom George shared that the BID needs to submit form to the county by next week and Chance Horiuchi has form completed. Chance also shared that there is a specific form that we send to the county, but there is also a line item in the resolution to adopt the 2020 budget that refers to the levied tax of mills for the BID.

Entertained a motion to certify the 2020 mill levy at 4.5 mills: Garrett Walls asked for a motion to certify the 2020 mill levy at 4.5 mills.

Motion: Garrett Walls
Second: Shannon Jones

Vote: Approved unanimously. None opposed.

Entertained a motion to adopt the resolution concerning Online Notice of Public Meetings:
Garrett Walls asked for a motion to adopt the resolution concerning Online Notice of Public Meetings

Motion: Garrett Walls

Second: Devon Horan

Vote: Approved unanimously. None opposed.

Entertained a motion to adopt the resolution concerning CORA – adopting the CSD records retention schedule, appointing an official custodian, and adopting policies and fee schedule for the handling of records requests under the Colorado open Records Act (CORA)

Voted to approve the motion to the resolution concerning CORA – adopting the CSD records retention schedule, appointing an official custodian, and adopting policies and fee schedule for the handling of records requests under the Colorado open Records Act (CORA)

Garrett asked for a motion to approve the resolution concerning CORA – adopting the CSD records retention schedule, appointing an official custodian, and adopting policies and fee schedule for the handling of records requests under the Colorado open Records Act (CORA)

Motion: Garrett Walls

Second: Shannon Jones

Vote: Approved unanimously. None opposed.

Entertained a motion to adopt the Resolution of the Board of Directors concerning 2020 Administrative Matters: Garrett Walls entertained a motion to adopt a resolution of the Board of Directors concerning 2020 Administrative Matters.

Motion: Garrett Walls

Second: Brenda Soper

Vote: Approved unanimously. None opposed.

Entertained a motion to approve the 2020 board meeting dates and official meeting place stated in the Administrative Matters.

Tom George shared that the meeting location and dates can be changed at any time with the proper notification.

Garrett Walls motioned to approve the 2020 board meeting dates and official meeting place. The proposal is for the Havana BID board to meet on the third Thursday of each month, 8:30-9:30 a.m., at Denny's at 1505 S Havana in 2020. (See attached dates below)

2020 MEETINGS ARE AT 8:30 A.M. AT DENNY'S AT 1505 S HAVANA, 3rd Thursday of each month IN THE MEETING ROOM TOWARDS THE BACK OF THE RESTAURANT

- Thursday, January 16, 2020
- Thursday, February 20, 2020
- Thursday, March 19, 2020
- Thursday, April 16, 2020
- Thursday, May 21, 2020
- Thursday, June 18, 2020
- Thursday, July 16, 2020
- Thursday, August 20, 2020
- Thursday, September 17, 2020
- Thursday, October 15, 2020
- Thursday, November 19, 2020 – Annual Stakeholders’ Meeting at The Stampede
- Thursday, December 3, 2020 – Board Conference Call with Spencer Fane

Motion: Garrett Walls
Second: Brenda Soper
Vote: Approved unanimously. None opposed.

Entertained a motion to adopt the Resolution for Exclusion Uncompensated Public Officials Form & Workers Comp – YEAR 2021

Board Discussion and comments: Chance Horiuchi and Garrett Walls shared that we discussed this in the beginning of the conference call. We will be adopting the resolution for 2021 and not 2020 since we already missed the 45-day deadline for the BID’s workers compensation renewal with the special districts. Garrett Walls shared an example that if a board member was injured, like a coffee spill injury at a board meeting and had a loss of wages from their normal day job, then worker’s compensation covers the loss of wages from their normal day job up to the state maximum limit.

Garrett Walls entertained a motion to approve the Resolution for Exclusion Uncompensated Public Officials Form & Workers Comp for year 2021.

Motion: Garrett Walls
Second: Yulissa Williams
Vote: Adopted unanimously. None opposed.

Entertained a motion to approve and accept the last 2 months Board Minutes & Financials:

Garrett Walls shared that he sent the amended Minutes for October and November 2019 this morning to the board. There were some clerical and grammatical changes. He made some grammatical changes in the October 2019 Minutes and updated the November 2019 Minutes to reflect that Yulissa Williams called the meeting to order and not Garrett Walls.

He asked the board if there were any concerns, comments or additions to the minutes.

Board Discussion on Amended October and November 2019 Minutes: None

Garrett Walls motioned to accept the amended October 2019 Minutes.

Motion: Garrett Walls

Second: Gary Sliger

Vote: Adopted unanimously. None opposed.

Garrett Walls motioned to approve the amended November 2019 Minutes

Motion: Garrett Walls

Second: Brenda Soper

Vote: Adopted unanimously. None opposed.

Garrett Walls motioned to accept the October 2019 Financials. He noted that the agenda reminds the board that the November and December 2019 Financials will be accepted at the January 16, 2020 board meeting. The November Financials will not be available until after this conference call.

Garrett Walls asked if the board had any questions, comments or concerns regarding the October 2019 Financials.

Board Discussion on October 2019 Financials: NONE

Garrett entertained a motion to approve the October 2019 Financials.

a. Motion: Garrett Walls

b. Second: Yulissa Williams

c. Vote: Adopted unanimously. None opposed.

Announcement: The December 17, 2019 board meeting has been cancelled.

Next BID BOD meeting is 8:30 a.m. on Thursday, January 16, 2020 at Denny's Restaurant, 1505 South Havana St., Aurora CO 80012

Last call for any other announcements: None

Chance Horiuchi will get the appropriate signatures on the discussed resolutions, the Letter of Budget Transmittal and the Certification of Tax Levies documents. Chance Horiuchi will deliver

the original signed documents and a copy of the approved 2020 budget to Leslie Larsen at Spencer Fane, LLP, so the documents can be filed appropriately.
Garrett Walls motioned to adjourn the board budget conference call.
Second: Yulissa Williams
Adjournment: 9:21 a.m.

Secretary