

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
SPRING VALLEY METROPOLITAN DISTRICT NO. 3
HELD DECEMBER 19, 2024**

A Regular Meeting of the Board of Directors (the “Board”) of the Spring Valley Metropolitan District No. 3 (the “District”) was convened on Thursday, December 19, 2024, at 4:00 p.m. by Zoom video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors Present:

James E. Marshall (for a portion of the meeting)
Shelley Marshall
Holly D. Robinson
Leigh Lutz

Also Present:

AJ Beckman; Public Alliance LLC

Suzanne Meintzer, Esq. and Eric Trout, Esq.; McGeady Becher Cortese Williams P.C.

Eric Weaver, James Shultz and Cheri Curtis; Marchetti & Weaver, LLC

Wayne Ramey, Mike Murphy and Dan Wolf; Ramey Environmental Compliance, Inc.

CJ Kirst; Tahoe Consulting, LLC

**PUBLIC
COMMENTS**

There were no public comments.

**ADMINISTRATIVE
MATTERS**

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Mr. Beckman noted that a quorum was present and requested members of the Board 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 the statute. Attorney Meintzer noted that Disclosure Statements have been filed for all directors. No additional conflicts were disclosed.

Agenda: Mr. Beckman distributed, for the Board's review and approval, a proposed agenda for the District's Regular Meeting.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director S. Marshall, seconded by Director Robinson and, upon vote, unanimously carried, the agenda was approved, as amended.

Meeting Location and Posting of Meeting Notices: The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting.

Following discussion, upon motion duly made by Director S. Marshall, seconded by Director Robinson and, upon vote, unanimously carried, the Board determined the meeting would be held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location was duly posted and that no objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries, have been received.

Website Accessibility Matters: Mr. Beckman reviewed with the Board a proposal from Streamline Software for website accessibility services and compared it to the services that Public Alliance LLC already provides to the District.

Following discussion, upon motion duly made by Director S. Marshall, seconded by Director Lutz and, upon vote, unanimously carried, the Board determined to continue utilizing Public Alliance LLC for website accessibility services, and noted there was no need for the establishment of a Website Accessibility Committee.

CONSENT AGENDA

The Board considered the following actions:

- Approve Minutes of the November 21, 2024 Regular Meeting.

Following discussion, upon motion duly made by Director S. Marshall, seconded by Director Lutz and, upon vote, unanimously carried, the Board approved the Consent Agenda.

FINANCIAL MATTERS

Claims: Mr. Weaver reviewed with the Board the payment of claims as follows:

Fund	Period ending December 19, 2024
General	\$ 7,714.91
Debt Service	\$ 301,198.50
Capital	\$ -0-
Enterprise	\$ -0-
Total Claims	\$ 308,913.41

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Robinson, seconded by Director S. Marshall and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

Cost Verification Report No. 59: The Board reviewed Cost Verification Report No. 59 dated December 13, 2024, prepared by Schedio Group LLC, verifying costs associated with the design and construction of public improvements in the amount of \$225,328.00.

Following discussion, upon motion duly made by Director Lutz, seconded by Director J. Marshall and, upon vote, unanimously carried, the Board acknowledged Cost Verification Report No. 59 dated December 13, 2024, prepared by Schedio Group LLC, verifying the costs associated with the design and construction of public improvements in the amount of \$225,328.00.

Series 2025 Bond Issuance: Ms. Meintzer provided a summary of the proposed Series 2025 bond issuance, anticipated to close in March of 2025. She recommended the Board establish a Bond Committee to engage consultants, including an External Financial Advisor.

Following discussion, upon motion duly made by Director Robinson, seconded by Director S. Marshall and, upon vote, unanimously carried, the Board took the following actions:

- Authorized the establishment of a Bond Committee and appointed Directors J. Marshall and Lutz to the Bond Committee;
- Approved the engagement of Taft Stettinius & Hollister LLP (f/k/a Sherman & Howard L.L.C.) as bond/disclosure counsel and authorized execution of an engagement agreement; and
- Approved the engagement of Piper Sandler & Co. as underwriter and authorized execution of an engagement agreement.

LEGAL MATTERS

There were no legal matters.

OTHER BUSINESS

There was no other business.

RECORD OF PROCEEDINGS

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,

DocuSigned by:

By

AJ Beckman

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Secretary for the Meeting