

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF FOUNDRY LOVELAND METROPOLITAN DISTRICT

HELD
May 23, 2024

The Regular Meeting of the Board of Directors of Foundry Loveland Metropolitan District was held via MS Teams and Teleconference on Thursday, May 23, 2024, at 3:00 p.m.

ATTENDANCE

Directors in Attendance:

Brandy Natalzia, President & Chairperson
Ryan Eisenbraun, Director
Vanessa Laureles, Secretary

Directors Absent, but Excused:

Cary Wicker, Treasurer
Sebrina Osilka, Director

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Shannon Randazzo, Andrew Kunkel, and Jennifer Ondracek; Pinnacle Consulting Group, Inc.

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Ms. Randazzo noted that a quorum was present, with three out of five Directors in attendance. The Regular Meeting of the Board of Directors of the Foundry Loveland Metropolitan District was called to order by Ms. Randazzo at 3:01 p.m.

Director Qualifications/Disclosure of Potential Conflicts of Interest: All Board Members confirmed their qualifications to serve on the Board. Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's office and with the District's Board. Mr. Pogue advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Approval of Agenda: The Board considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director

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Natalzia, seconded by Director Eisenbraun, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended to remove Items IV B, and IV C.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Ms. Randazzo reviewed the items on the consent agenda with the Board. Ms. Randazzo advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Natalzia, Seconded by Director Laureles, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- A. Minutes – February 22, 2024, Regular Meeting.
 - B. Payment of Claims.
 - C. Website Accessibility Resolution.
 - D. Streamline Subscription Agreement.
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DISTRICT MANAGER ITEMS

District Manager's Report: Ms. Randazzo presented the District Manager's Report to the Board.

Permanent Stage Discussion: Ms. Randazzo discussed the development of the Permanent Stage with the Board and noted the Downtown Development Authority's timeline for completion of the Permanent Stage designs. Director Eisenbraun inquired regarding ADA access for the Permanent Stage and Ms. Randazzo stated she would review the matter and provide an update to the Board.

Pinnacle Consulting Group, Inc. Addendum: Ms. Randazzo presented the Pinnacle Consulting Group, Inc. Addendum to the Board. Following review and discussion, upon a motion duly made by Director Natalzia, seconded by Director Eisenbraun, and upon vote, unanimously carried, it was

RESOLVED to approve the Pinnacle Consulting Group, Inc. Addendum, as presented.

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Precision Contract: Ms. Randazzo presented the Precision Contract to the Board. Director Eisenbraun requested clarification regarding security and camera monitoring responsibilities and Director Natalzia responded. Following review and discussion, upon a motion duly made by Director Natalzia, seconded by Director Eisenbraun, and upon vote, unanimously carried, it was

RESOLVED to ratify the Precision Contract, as presented.

FINANCIAL ITEMS

2023 Audit Exemption: Ms. Ondracek presented the 2023 Application for Exemption from Financial Audit to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Natalzia, seconded by Director Laureles, and upon vote, unanimously carried, it was

RESOLVED to ratify the 2023 Audit Exemption as presented.

LEGAL ITEMS

Status of Hughes Litigation: Mr. Pogue provided an update on the status of the Hughes litigation to the Board and answered questions.

DIRECTOR COMMENT

Director Eisenbraun provided an update regarding the Metropolitan MetroLux Dine-In Theatre to the Board noting normal operations contrary to recent media attention. Director Natalzia noted the approval of a Patio Extension Agreement.

OTHER MATTERS

Ms. Randazzo discussed the proposed date and time for the Annual Community Meeting with the Board.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Natalzia, seconded by Director Eisenbraun, and upon unanimous vote, the meeting was adjourned at 3:18 p.m.

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

Respectfully submitted,

Andrew Kunkel

Andrew Kunkel, Recording Secretary for the Meeting