

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED CONTINUED SPECIAL MEETING OF

TRAILSIDE METROPOLITAN DISTRICT NO. 1
TRAILSIDE METROPOLITAN DISTRICT NO. 2
TRAILSIDE METROPOLITAN DISTRICT NO. 3
TRAILSIDE METROPOLITAN DISTRICT NO. 4
TRAILSIDE METROPOLITAN DISTRICT NO. 5
TRAILSIDE METROPOLITAN DISTRICT NO. 6

July 21, 2023

The Coordinated Continued Special Meeting of the Boards of Directors (collectively, “Board”) of Trailside Metropolitan District No. 1, Trailside Metropolitan District No. 2, Trailside Metropolitan District No. 3, Trailside Metropolitan District No. 4, Trailside Metropolitan District No. 5, and Trailside Metropolitan District No. 6 (collectively, “Districts”) was held via videoconference, on Friday, July 21, 2023, at 9:30 a.m.

ATTENDANCE

Directors in Attendance:

Patrick McMeekin, President & Chairperson (District Nos. 1-6)
Mike Welty, Vice Chair & Asst. Secretary/Treasurer (District Nos. 1-6)
Landon Hoover, Secretary/Treasurer (District Nos. 1-6)

Directors Absent, but Excused:

Kara Hoover, Vice Chair & Asst. Secretary/Treasurer (District Nos. 1-6)
Tiffany White, Director (District No. 2)
Staci Miller, Director (District No. 2)

Also in Attendance:

David O’Leary, Esq.; Spencer Fane, LLP
Sarah Bromley and Tracie Kaminski; Pinnacle Consulting Group, Inc.

ADMINISTRATIVE ITEMS

Call to Order: The Coordinated Regular Meeting of the Board of Directors of Trailside Metropolitan District Nos. 1, 2, 3, 4, 5 and 6 was called to order by Director McMeekin at 9:34 a.m.

Declaration of Quorum/Combined Meeting of District Nos.1-6/Director Disclosure of Potential Conflicts of Interest:

Director McMeekin noted that a quorum was present, with three out of four Directors in attendance for District Nos. 1, 3, 4, 5, and 6 and three out of five Directors in attendance for District No. 2. All Board Members confirmed their qualifications to serve on the Board. Mr. O’Leary advised the

RECORD OF PROCEEDINGS

Board that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. The Boards of Directors determined to hold combined meetings of the Districts and to prepare joint minutes of action taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all the Districts. Where necessary, action taken by an individual District will be reflected in these minutes.

Mr. O'Leary noted that notices of potential conflicts of interest for all Board Members were filed, disclosing potential conflicts as all Board Members that are associated with Trailside Development, LLC, the primary landowner, and developer within the District have disclosed that conflict. Mr. O'Leary advised the Boards that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. The Boards 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 Members determined that the participation of the members' present was necessary to obtain a quorum or otherwise enable the Boards to act.

Approval of Agenda: The Boards reviewed the agenda. Following review and discussion, upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to approve the agenda, as presented.

LEGAL ITEMS

Discussion of District Service Plan Amendment, District Organization, District Powers, and Election Results: Mr. O'Leary presented the Discussion of District Service Plan Amendment, District Organization, District Powers, and Election Results to the Boards and answered questions and noted the IGA includes District No. 6. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to approve the Service Plan, as presented.

Discussion of Drehle Property Inclusion and Formation of

RECORD OF PROCEEDINGS

District No. 6: Mr. O’Leary presented the Discussion of Drehle Property Inclusion and Formation of District No. 6 to the boards and answered questions noting that the Drehle Property was included as part of the formation but now acknowledging that it is part of the district per the disclosure that Mr. O’Leary is in the process of creating. Mr. O’Leary also noted that the development of parcels will come in November of 2023. This inclusion is subject to the same ARC guidelines.

Election of Officers/Duties of Board, President, Secretary, Treasurer: Mr. O’Leary presented the Election of Officers/Duties of Board, President, Secretary, Treasurer to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to approve the Slate of Officers, as follows:

<u>Board of Directors</u>	<u>Office</u>
Patrick McMeekin	President & Chairperson
Landon Hoover	Secretary/Treasurer
Mike Welty	Vice Chair & Asst. Secretary/Treasurer
Kara Hoover	Vice Chair & Asst. Secretary/Treasurer
Jason Stansberry	Vice Chair & Asst. Secretary/Treasurer

Adoption of Seal: Mr. O’Leary presented the Adoption of Seal to the boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to approve the Adoption of Seal, as presented.

Ratification of Past Actions: Mr. O’Leary presented the Ratification of Past Actions including The Amended Service Plan, Election, Organizing the Election, Posting of Bonds, County Assessor Mill Levy. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Ratify Past Actions including The Amended Service Plan, Election, Organizing the Election, Posting of Bonds, County Assessor Mill Levy.

Approval of Engagement of Manager, Accountant, Engineer,

RECORD OF PROCEEDINGS

Attorney, and Other Consultants: Mr. O'Leary presented the Engagement of Manager, Accountant, Engineer, Attorney, and Other Consultants to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Engagement of Manager, Accountant, Engineer, Attorney, and Other Consultants, as presented.

Adopt Annual Administrative Matters Resolution: Mr. O'Leary presented the Annual Administrative Matters Resolution to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Annual Administrative Matters Resolution including Regular/Special Meetings, Official Designated Posting Place, Office Location and Contact Person, and Meeting Location(s), as presented.

Meeting Location Resolution: Mr. O'Leary presented the Meeting Location Resolution to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Meeting Location Resolution to Match to Existing Districts, as presented.

Discussion of Updates to District Website and Approval of Resolution re: Online Notice: Mr. O'Leary presented the Discussion of Updates to District Website and Approval of Resolution re: Online Notice to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Resolution Regarding Online Notice, as presented.

Approval of Payment of Organizational Costs: Mr. O'Leary presented the Payment of Organizational Costs to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to Approve the Payment of Organizational Costs.

Approval of Special District Map Disclosure pursuant to C.R.S. § 32-1-104.8: Mr. O’Leary presented Special District Map Disclosure pursuant to C.R.S. § 32-1-104.8 to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Special District Map Disclosure pursuant to C.R.S. § 32-1-104.8 to add District No. 6, as presented.

Special District Disclosure re: Common Questions (Amended and Restated): Mr. O’Leary presented Special District Disclosure re: Common Questions (Amended and Restated) to the boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Special District Disclosure re: Common Questions (Amended and Restated) to add Fee Resolution. as presented.

Discussion of Workers Compensation for Board Members: Mr. O’Leary presented the Discussion of Workers Compensation for Board Members to the Boards and answered questions.

Approval of Governmental Immunity and Indemnification Resolution: Mr. O’Leary presented the Governmental Immunity and Indemnification Resolution to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Governmental Immunity and Indemnification Resolution. as presented.

Adoption of Colorado Open Records Act Resolution: Mr. O’Leary presented the Adoption of Colorado Open Records Act Resolution to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Adopt the Colorado Open Records Act

RECORD OF PROCEEDINGS

Resolution, as presented.

Ratification of Public Official Position Schedule Bonds and Discuss Membership in CSD Pool: Mr. O'Leary presented the Ratification of Public Official Position Schedule Bonds and Discuss Membership in CSD Pool to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Ratify the Public Official Position Schedule Bonds.

Approval of Membership in Special District Association: Mr. O'Leary presented the Membership in Special District Association to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Membership in the Special District Association, Pinnacle Consulting Group, Inc. will facilitate acquiring the Membership.

Approval of Selection of Bank, Designation of Official Custodian, PDPA Application: Mr. O'Leary presented the Selection of Bank, Designation of Official Custodian, PDPA Application to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Selection of Bank to First Bank, Designation of Official Custodian to Tracie Kaminski, and PDPA Application, as presented.

Federal Employer Identification Number, Sales Tax Exemption Number: Mr. O'Leary presented the Federal Employer Identification Number, Sales Tax Exemption Number to the Boards and answered questions.

Notification to Assessor of New District and Intent to Levy Taxes: Mr. O'Leary presented the Notification to Assessor of New District and Intent to Levy Taxes to the Boards and answered questions.

Approval of Consumer Data Policy Resolution: Mr. O'Leary

RECORD OF PROCEEDINGS

presented the Consumer Data Policy Resolution to the Bards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Consumer Data Policy Resolution to match District Nos. 1-5, as presented.

Approval of Developer Funding and Reimbursement Agreement for Operations & Maintenance Costs: Mr. O'Leary presented the Developer Funding and Reimbursement Agreement for Operations & Maintenance Costs to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Developer Funding and Reimbursement Agreement for Operations & Maintenance Costs, as presented.

Approval of Developer Advance and Reimbursement Agreement for Capital Costs: Mr. O'Leary presented the Developer Advance and Reimbursement Agreement for Capital Costs to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Developer Advance and Reimbursement Agreement for Capital Costs, as presented.

Approval of Improvement Acquisition Agreement: Mr. O'Leary presented the Improvement Acquisition Agreement to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Improvement Acquisition Agreement, as presented.

Approval of Reimbursement Resolution: Mr. O'Leary presented the Reimbursement Resolution to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Reimbursement

RECORD OF PROCEEDINGS

Resolution, as presented.

Approval of Intergovernmental Agreement(s): Town IGA and Master IGA: Mr. O’Leary presented the Intergovernmental Agreement(s): Town IGA and Master IGA to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the Intergovernmental Agreement(s): Town IGA and Master IGA, as presented.

Approval of District Bylaws: Mr. O’Leary presented the District Bylaws to the boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the District Bylaws, as presented.

Discussion of Development in the District: Mr. O’Leary presented the Discussion of Development in the District to the Boards and answered questions.

Approval of District Service Fee Resolution for Operations/Administration Costs: Mr. O’Leary presented the District Service Fee Resolution for Operations/Administration Costs to the Boards and answered questions. Upon motion duly made by Director McMeekin, seconded by Director Welty and, upon vote unanimously carried, it was

RESOLVED to Approve the District Service Fee Resolution for Operations/Administration Costs, as presented.

BOARD MEMBER ITEMS

There were no Board Member Items to come before the Boards.

OTHER MATTERS

There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director McMeekin, seconded by Director Welty, and upon unanimous vote, the meeting was

RECORD OF PROCEEDINGS

adjourned at 9:52 a.m.

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

Respectfully submitted,

Kevin Mitts

Kevin Mitts, Recording Secretary