

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED 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 18, 2023

The Coordinated Regular 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 Tuesday, July 18, 2023, at 4:00 p.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)
Tiffany White, Director (District No. 2)
Stacie Miller, Director (District No. 2)

Directors Absent, but Excused:

Kara Hoover, Vice Chair & Asst. Secretary/Treasurer (District Nos. 1-6)

Also in Attendance:

David O’Leary, Esq.; Spencer Fane, LLP
Sarah Bromley, Kevin Mitts, Christy McCutchen, Tracie Kaminski, Doug Campbell, Adam Brix, Jason Woolard, and Stanley Holder; Pinnacle Consulting Group, Inc.
Taralee Jackson; Hartford Homes
Ty Hollman; Haynie and Company
Judy Wirth, Jacque Wilson, Garrett Morgan, Jen McClain, Heather Trujillo; Members of the Public

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 4:02 p.m.

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

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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 five 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 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 Welty, seconded by Director White and, upon vote unanimously carried, it was

RESOLVED to approve the agenda, as amended to move item V.B. Review and Consider Approval of 2022 Audited Financial Statements for Districts Nos. 1 & 4 to before item III A.

Appointment to Fill Board Vacancy on District Nos. 1, 3, 4, & 5: Ms. Last Name addressed the Board noting there is one interested candidate to fill the vacancy on the Board of Directors. Following review and discussion, upon a motion duly made by Director Last Name, seconded by Director Last

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Name, and upon vote, unanimously carried, it was

RESOLVED to appoint Jason Stanberry to fill the vacancy for Districts Nos. 1,3,4 &5, expiring in 2025.

Consider Election of Officers: Mr. O’Leary reported to the Board that after the appointment, the Board can update their slate of office for the District. Following review and discussion, upon a motion duly made by Director White, seconded by Director Hoover, and upon vote, it was unanimously

RESOLVED to appoint the following slate of officers for Trailside Metropolitan District Nos. 1,3,4, & 5:

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

Public Comment: There were no comments made by members of the public.

Director Comment: There were no comments made by the Directors.

CONSENT AGENDA

Ms. Bromley reviewed the items on the consent agenda with the Board. Ms. Bromley 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 Stansberry, Seconded by Director White, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Approval of Minutes – April 18, 2023, Regular Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.

DISTRICT MANAGER ITEMS

District Managers’ Report: Ms. Bromley presented the District Manager’s Report to the Board and answered questions.

Appoint ARC Committee: Ms. Bromley presented the Appointment of the ARC Committee to the Boards and

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answered questions. Following review and discussion the Boards decided to move forward with the Declarant being the entity that appoints the ARC Committee.

Discussion Regarding the Pool Door Procedures: Ms. Bromley presented the discussion regarding the Pool Door Procedures and answered questions. Following review and discussion the Boards decided to table this item until the October 17, 2023 Regular Board meeting.

CAPITAL
INFRASTRUCTURE ITEMS

Discussion Regarding Status of Capital Acceptance: Mr. Holder presented the discussion Regarding Status of Capital Acceptance to the Boards and answered questions.

FINANCIAL ITEMS

Finance Manager's Report: Ms. Kaminski presented the Finance Manager's Report to the Boards and answered questions.

Approval of 2022 Audited Financial Statements for District Nos. 1 & 4: Mr. Holman reviewed the 2022 Audit with the Board and answered questions. Mr. Holman reported that the audit received a clean unmodified opinion. Following review and discussion, upon a motion duly made by Director Hoover, seconded by Director Welty, and upon vote, unanimously carried, it was

RESOLVED to approve the 2022 Audits, as presented.

LEGAL ITEMS

Update Regarding SB 23-178: Mr. O'Leary presented the Update Regarding SB 23-178 to the Boards and answered questions.

ADJOURNMENT &
CONTINUATION

Upon a motion duly made by Director Welty, seconded by Director White, and upon vote, unanimously carried, the meeting for District Nos. 1-5 was adjourned at 5:21 p.m. and the meeting for District No. 6 was continued to July 21, 2023 at 9:30 a.m.

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

Respectfully submitted,

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Kevin Mitts
Kevin Mitts, Recording Secretary