

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

TRAILS AT CROWFOOT METROPOLITAN DISTRICT
NOS. 1-3 (F/K/A HESS RANCH METROPOLITAN
DISTRICT NOS. 1-3)

Held: Thursday, October 22, 2020, at 4:00 p.m. via
teleconference

Due to the Executive Orders issued by Governor Polis and
Public Health Orders implementing the Executive Orders
issued by the Colorado Department of Public Health and
Environment, and the threat posed by the COVID-19
coronavirus, this meeting will be held via teleconference.

Attendance	The joint special meeting of the Boards of Directors of the Trails at Crowfoot Metropolitan District Nos. 1-3, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:
	<p style="text-align: center;">Sarah Hunsche Corey Elliott Christian Matt Janke</p> <p>Director Cavanaugh and Director Christopher Elliott were absent. All absences are deemed excused unless otherwise noted in these minutes.</p>
	Also present: Megan Murphy, Esq. and Audrey Johnson, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Ben Houghton, CliftonLarsonAllen LLP, District Accountant.
Call to Order	It was noted that a quorum of the Boards were present and the meeting was called to order.
Combined Meeting	The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.
Conflict of Interest Disclosures	Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for

	<p>those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Murphy inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. Each Director noted the conflict with regard to HR935, LLC as disclosed in their conflicts of interest filed with the Secretary of State and the Boards. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.</p>
Agenda	<p>Ms. Murphy presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda.</p>
Public Comment	<p>None.</p>
Consent Agenda	<p>Following a summary by Ms. Murphy, the items on the consent agenda were approved, adopted and/or ratified by one motion duly made and seconded, and unanimously carried.</p> <ol style="list-style-type: none"> 1. Minutes from August 28, 2020 Special Meeting 2. Renewal of Property and Liability Coverage, Workers Compensation Coverage, and SDA Membership 3. Notice to Electors Pursuant to § 32-1-809, C.R.S 4. 2021 Joint Annual Administrative Resolution 5. 2019 Annual Report 6. Temporary License Agreement with Melody Homes, Inc. (District No. 3)
Legal Matters	
<p>Consider Approval of Special Warranty Deed for Conveyance of Real Property from District No. 1 to District No. 3 (District No. 1 and District No. 3)</p>	<p>Ms. Murphy presented the Boards of District Nos. 1 and 3 with the Special Warranty Deed for Conveyance of Real Property from District No. 1 to District No. 3. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 and 3 unanimously approved the Special Warranty Deed.</p>

Consider Adoption of Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Second Amended and Restated Infrastructure Acquisition and Reimbursement Agreement with HR935, LLC (District No. 3)	Ms. Murphy presented the Board of District No. 3 with the Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Second Amended and Restated Infrastructure Acquisition and Reimbursement Agreement with HR935, LLC. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution and certified District Eligible Costs in the amount of \$2,916,008.45.
Management Matters	
Discussion Regarding Trash Services	Deferred.
Discussion Regarding Fence Maintenance Policy	Deferred.
Discussion Regarding Public Improvement Maintenance Map	Deferred.
Discussion Regarding Directors Email Addresses	Ms. Murphy advised the Boards that they may consider obtaining separate email addresses for District related business. Following discussion, the Boards determined to defer this matter.
Financial Matters	
Acceptance of Unaudited Financial Statements (District No. 3)	<p>Mr. Houghton presented the Board of District No. 3 with the unaudited financial statements ending September 30, 2020. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously accepted the unaudited financial statements.</p> <p>Mr. Houghton presented the Board of District No. 3 with claims payable, totaling \$18,883.02. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously ratified the claims payable.</p>
Conduct 2020 Budget Amendment Hearing and Consider Adoption of	Director Hunsche opened the public hearings for the 2020 budget amendments. Ms. Murphy noted that the notice for the public hearings was published in accordance with Colorado Law in the

<p>Resolution to Amend 2020 Budget</p>	<p><i>Douglas County News-Press</i>. No written objections were received prior to the meeting. There being no public comment, the hearings were closed.</p> <p>Mr. Houghton noted that 2020 budget amendments were not needed for District Nos. 1 or 2.</p> <p>Mr. Houghton reviewed the Resolution to Amend the 2020 Budget with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution amending the 2020 Special Revenue Funds, Capital Project Fund and Debt Service Fund subject to receipt of final numbers from CliftonLarsonAllen, LLP.</p>
<p>Conduct 2021 Budget Hearing and Consider Adoption of Resolution to Adopt 2021 Budget and Set Mill Levies</p>	<p>Director Hunsche opened the public hearings for the 2021 budgets. Ms. Murphy noted that the notice for the public hearings were published in accordance with Colorado Law in the <i>Douglas County News-Press</i>. No written objections were received prior to the meeting. There being no public comment, the hearings were closed.</p> <p>Mr. Houghton reviewed the 2021 Budgets with the Boards.</p> <p>Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution adopting the 2021 Budget as discussed, appropriating funds therefore and certifying 10.069 mills in the general fund, 57.398 mills in the debt service fund, 5.034 mills for the Town Capital and Maintenance contractual obligation, and 5.034 mills for the Infrastructure Capital contractual obligation, all subject to receipt of the final assessed valuation.</p> <p>Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution adopting the 2021 Budget as discussed, appropriating funds therefore and certifying 10.069 mills in the general fund, 57.398 mills in the debt service fund, 5.034 mills for the Town Capital and Maintenance contractual obligation, and 5.034 mills for the Infrastructure Capital contractual obligation, all subject to receipt of the final assessed valuation.</p> <p>Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution adopting the 2021 Budget, with changes as discussed to the Capital Projects Fund, appropriating funds therefore and certifying 10.069 mills in the general fund, 57.398 mills in the</p>

	<p>debt service fund, 5.034 mills for the Town Capital and Maintenance contractual obligation, and 5.034 mills for the Infrastructure Capital contractual obligation, all subject to receipt of the final assessed valuation.</p> <p>The Boards directed legal counsel and the Districts' accountant to certify the mill levies by December 15, 2020 and to file the 2021 Budgets by January 30, 2021.</p>
Consider Approval of Engagement of Haynie & Company to Prepare the 2020 Audit (District No. 3)	Mr. Houghton presented the Board of District No. 3 with the engagement letter from Haynie & Company to prepare the 2020 Audit. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the engagement letter.
Other Financial Matters	None.
Other Business	Following discussion, the Boards determined to cancel the November and December 2020 meetings.
Adjourn	<p>There being no further business to come before the Boards and, following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.</p> <p>The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting</p> <p><u>Corey Elliott</u> <small>Corey Elliott (Jun 2, 2021 10:30 MDT)</small></p> <hr/> <p>Secretary for the Meeting</p> <p>The foregoing minutes were approved by the Boards of Directors on the 27th day of May, 2021.</p>