

**RECORD OF PROCEEDINGS  
MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT**

**HELD:** The 14<sup>th</sup> day of February 2022 at 9:00 a.m. (or as soon thereafter as the Board determined), via video conference.

**ATTENDANCE:**

“Due to the COVID 19 situation and State of Colorado recommendations and orders regarding public meetings, the board met via teleconference. Anyone wishing to listen to the meeting may dial in to the conference call-in number provided. Participants will be limited to commenting only during the public comment portion of the agenda or specific public hearings as required.”

A special meeting of the Board of Directors of Rocky Mountain Rail Park Metropolitan District, Adams County, Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Heidi Webb Kelly, President  
Robert Thomas Wagner, Secretary/Treasurer  
Brian Fallin, Director  
Crystal Hostelley, Director

Also present were Lisa Johnson of CliftonLarsonAllen, and Russell W. Dykstra, Esq. of Spencer Fane LLP.

All Board members and consultants appeared via video conference.

**CALL TO ORDER:**

The Board noted that a quorum was present for the purpose of conducting a special meeting of the Board of Directors of Rocky Mountain Rail Park Metropolitan District. The meeting was called to order at 9:02 a.m. Director Dangler was absent, absence excused.

**DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST:**

Mr. Dykstra discussed the state law requirements for disclosure of potential conflicts of interest with the Directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and Secretary of the District at least three days prior to a meeting in which a potential conflict may arise. In addition, each Director is to verbally reveal his potential conflicts of interest to the Board prior to beginning the discussion in which the conflict may arise. The Directors did so. It was noted that all Directors had previously completed Conflict of Interest forms and delivered them to Mr. Dykstra’s office, and the forms were filed with the Secretary of State at least three days prior to the Board meeting.

## **APPROVAL OF THE AGENDA:**

Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the Agenda as amended.

## **PUBLIC COMMENT:**

No members of the public were present.

## **MINUTES:**

Mr. Dykstra presented the minutes from the November 12, 2021 special meeting to the Board. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the minutes as presented.

## **FINANCIAL ITEMS:**

Claims. None.

Accountants Report. None.

## **DIRECTOR ITEMS:**

Discuss and Consider Approval of Onboarding of CliftonLarsonAllen for Billing and Management Services. The Board reviewed the billing and management agreement. Discussion ensued regarding billing services, management issues, tasks and roles of the consultants. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the agreement subject to additional revisions and clarifications. It was noted that CliftonLarsonAllen will do the billing and Spencer Fane LLP will continue to handle the administrative matters.

Discuss and Consider Approval of 2022 Fees. Mr. Dykstra noted that the statutory notice had been posted. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the 2022 fee schedule as presented.

## **ATTORNEY ITEMS:**

Mr. Dykstra provided an update on the status of the May election and self-nominations.

## **OTHER BUSINESS:**

The Board discussed easements and the status of development activity and related issues.

## **ADJOURNMENT:**

There being no further business to come before the Board and upon motion duly made, seconded and upon vote unanimously carried, the Board moved to adjourn the meeting at 9:20 a.m. The foregoing Minutes constitute a true and correct copy of the Minutes of the above-referenced

meeting and were approved by the Board of Directors of the Rocky Mountain Rail Park Metropolitan District.

*Robert T. Wagner*

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Secretary for District

## SIGNATURE CERTIFICATE



## REFERENCE NUMBER

2BE57F50-4993-4836-8BDC-DE770B3B4FC3

## TRANSACTION DETAILS

## Reference Number

2BE57F50-4993-4836-8BDC-DE770B3B4FC3

## Transaction Type

Signature Request

## Sent At

04/18/2022 17:15 EDT

## Executed At

04/19/2022 12:54 EDT

## Identity Method

email

## Distribution Method

email

## Signed Checksum

30e32494dd5d8c6f492670c90cec70766eadcb28d42a1d333dd9bf46da48e84f

## Signer Sequencing

Disabled

## Document Passcode

Disabled

## DOCUMENT DETAILS

## Document Name

Rmrpmdd - Execution Items

## Filename

rmrmpmd\_-\_execution\_items.pdf

## Pages

7 pages

## Content Type

application/pdf

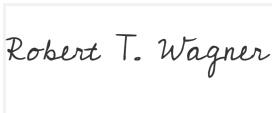
## File Size

296 KB

## Original Checksum

591117af87ef42e840f4886477a8ffda7df6820a2cb99e4049a048f547ec9f57

## SIGNERS

SIGNER	E-SIGNATURE	EVENTS
<b>Name</b> Robert Wagner	<b>Status</b> signed	<b>Viewed At</b> 04/19/2022 12:53 EDT
<b>Email</b> rwagner@rmrmpmd.org	<b>Multi-factor Digital Fingerprint Checksum</b> 57b5d5347869b6d09efa0b4aa8edf0f213957aaed1af50fe8df00ea3fccc3b60	<b>Identity Authenticated At</b> 04/19/2022 12:54 EDT
<b>Components</b> 2	<b>IP Address</b> 73.181.122.113	<b>Signed At</b> 04/19/2022 12:54 EDT
	<b>Device</b> Chrome via Windows	
	<b>Typed Signature</b> 	
	<b>Signature Reference ID</b> BC558CE8	

## AUDITS

TIMESTAMP	AUDIT
04/18/2022 17:15 EDT	Special Districts (specialdistricts@spencerfane.com) created document 'rmrmpmd_-_execution_items.pdf' on Chrome via Windows from 38.142.162.227.
04/18/2022 17:15 EDT	Robert Wagner (rwagner@rmrmpmd.org) was emailed a link to sign.
04/19/2022 12:53 EDT	Robert Wagner (rwagner@rmrmpmd.org) viewed the document on Chrome via Windows from 73.181.122.113.
04/19/2022 12:54 EDT	Robert Wagner (rwagner@rmrmpmd.org) authenticated via email on Chrome via Windows from 73.181.122.113.
04/19/2022 12:54 EDT	Robert Wagner (rwagner@rmrmpmd.org) signed the document on Chrome via Windows from 73.181.122.113.