

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

HELD: The 16th day of June 2023 at 2:00 p.m. (or as soon thereafter as the Board determined), via video conference.

ATTENDANCE:

Per the provisions of Section 32-1-903, C.R.S., as amended by HB21-1278, the District may hold meetings of the Board at a physical location or by telephonic, electronic, or virtual means, or a combination of the foregoing.

A regular 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 LaMont Harris of CliftonLarsonAllen, Brian Aratani of RMI, and Russell W. Dykstra, Esq. of Spencer Fane LLP.

CALL TO ORDER:

The Board noted that a quorum was present for the purpose of conducting a regular meeting of the Board of Directors of Rocky Mountain Rail Park Metropolitan District. The meeting was called to order at 2:02 p.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 presented.

PUBLIC COMMENT:

No members of the public were present.

MINUTES:

Mr. Dykstra presented the minutes from the April 21, 2023, meeting to the Board. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the minutes as presented.

FINANCIAL ITEMS:

Claims. Mr. Harris presented the claims to the Board. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board accepted and approved the claims as presented.

Financial Statements. Mr. Harris presented the report to the Board. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the report as presented.

DIRECTOR ITEMS:

Review and Consider Ratification of Task Order Nos. 11 and 12. The Board reviewed Task Order Nos. 11 and 12. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the ratification of Task Order Nos. 11 and 12.

Review and Consider Approval of Exception to Bulk Water Sales Rate of \$7.00 Per 1k Gallons to Monks. The Board discussed the bulk water sale proposal. The Directors disclosed their contractual relationship with the entity purchasing the water. Mr. Dykstra noted that the rate was above the typical bulk water rate and appropriate given the large quantity of water being purchased. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the rate exception for the Monks purchase.

Discuss Sale of Assets (Temporary Water System). Director Fallin provided an update on the sale of the water system assets.

Discuss Lisco Property/Stormwater Outfall. Director Fallin provided an update on the stormwater easement communications and appraisal status.

ATTORNEY ITEMS:

Legislative Update. Mr. Dykstra provided an update on 2023 legislation to the Board.

OTHER BUSINESS:

The Board discussed the 2022 audit.

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 2:25 p.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

Secretary for District