

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

HELD: The 2nd day of November 2022 at 4:00 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 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
Brian Fallin, Director
Crystal Hostalley, Director

Also present were Lisa Johnson, Carrie Bartow, Lamont Harris and Mallorie Hansen of CliftonLarsonAllen, Brian Aratani of RMI, 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 4:00 p.m. Director Dangler and Director Wagner were 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 July 26, 2022 special 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. Ms. Bartow presented the claims to the Board. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved and accepted the claims as presented.

Accountants Report. Ms. Bartow presented the financial report to the Board. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board accepted and approved the report as presented.

Consider Approval to Authorize District Accountant to prepare the DLG-70 Certifications of Tax Levies form for certification to the Board of County Commissioners and other interested parties. Ms. Bartow discussed the certification process with the Board. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved authorizing CliftonLarsonAllen to prepare and file the certification and authorized all Board members and the accountant to sign the DLG-70 certification.

2022 BUDGET AMENDMENT:

Mr. Dykstra reported that proper publication had been made in order for the Board to conduct a public hearing on the 2022 budget amendment. The public hearing was opened. There being no members of the public present the public hearing was closed.

Ms. Bartow presented the 2022 budget amendment to the Board. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved the budget amendment as presented.

2023 BUDGET:

Mr. Dykstra reported that proper publication had been made in order for the Board to conduct a public hearing on the 2023 budget. The public hearing was opened. There being no members of the public present the public hearing was closed.

Ms. Bartow presented the 2023 budget to the Board. Discussion ensued. Following discussion of the proposed budget Mr. Dykstra presented for the Board's consideration a form of resolution indicating the adoption of the budget and appropriation of the funds as shown. Upon motion duly made, seconded, and upon vote unanimously carried, the Board (1) approved and adopted the 2023 budget as presented, (2) approved and adopted the mill levy as indicated in the resolution within

said Resolution, (3) authorized the President and the Secretary to sign the necessary documentation, and (4) directed that the Certification of the Tax Levies be submitted to El Paso County by the accountant no later than December 15, 2022, and for general counsel to file the adopted budget with the Division of Local Government prior to January 31, 2023.

DIRECTOR ITEMS:

Review and Consider Ratification of the Storm Drainage Maintenance Acknowledgement. No action was taken.

Review and Consider Ratification of the Operation and Maintenance Manual. The Board reviewed the manual. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved the ratification of the manual as presented.

Review and Consider Approval of Auditor Engagement Letter. The Board reviewed the engagement letter. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved engagement letter as presented.

Review and Consider Approval of CliftonLarsonAllen Statement of Work. The Board reviewed the statement of work. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved statement of work subject to final revisions.

ATTORNEY ITEMS:

Review and Consider Approval of Resolution Providing for Exclusion from Worker's Compensation Coverage. Mr. Dykstra presented the resolution to the Board. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved the resolution as presented subject to confirmation of possible cost reduction if the policy is bundled with the property and liability insurance coverage.

Review and Consider Approval of 2023 Annual Administrative Matters Resolution. Mr. Dykstra presented the resolution to the Board. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved the resolution as presented.

Review and Consider Approval of Resolution Concerning the May 2023 Regular Election. Mr. Dykstra presented the resolution to the Board. Discussion ensued. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved the resolution as presented.

Past Actions. Upon motion duly made, seconded, and upon vote unanimously carried, the Board ratified all actions taken in 2022.

OTHER BUSINESS:

Consider Approval to Purchase a Hydrant Meter with Backflow Preventer in the Amount Not to Exceed of \$5,000.00. The Board discussed purchasing a hydrant meter. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved purchasing a hydrant meter in an amount not to exceed \$6,000.00.

Consider Approval of Delegating Crystal Hostalley to Approve Expenditures in an Amount Not to Exceed \$10,000.00. Following discussion and upon motion duly made, seconded, and upon vote unanimously carried, the Board approved authorizing Director Hostalley to approve expenditures in an amount not to exceed \$10,000.00.

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 4:48 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 J. Wagner

Secretary for District