

# RECORD OF PROCEEDING

## MINUTES OF THE SPECIAL MEETING OF ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT

HELD  
March 15, 2021

The special meeting of the Board of Directors of the Rocky Mountain Rail Park Metropolitan District was held remotely via Zoom and at 4601 DTC Blvd, Suite 130, Denver, Colorado, on March 15, 2021, at 10:00 A.M., in accordance with the applicable statutes of the State of Colorado, Public Health Order 20-23, and the state of emergency declared by the Governor of Colorado March 10, 2020.

ATTENDANCE      Directors in Attendance:  
Heidi Webb Kelly  
Robert Thomas Wagner  
Gregory M. Dangler  
Crystal Hostalley

Absence Excused:  
Brian Fallin

Also in Attendance:  
Joan Fritsche, Fritsche Law LLC  
Carrie Bartow, CLA  
Rob Singer, Rocky Mountain Industrials

CALL TO ORDER      The special meeting of the Board of Directors of Rocky Mountain Rail Park Metropolitan District was called to order by Chairman Kelly at 10:00 a.m., noting that a quorum was present, with four of the five Board Members in attendance remotely and that the meeting had been properly posted. Board Members confirmed that prior to the meeting they had been notified of the meeting and confirmed their qualification to serve on the Board. Participation in this public meeting, including public participation, may be remotely to preserve the health, safety and welfare of the public caused by the Covid-19 pandemic and in conformance with State Orders.

Following discussion, upon motion duly made by Director Wagner, seconded by Director Hostalley and, upon vote, unanimously carried, it was

**RESOLVED** to excuse the absence of Director Fallin.

DISCLOSURE MATTERS      Ms. Fritsche advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member disclosed his/her potential conflicts of

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interest, stating the fact and summary nature of any matters, as required under Colorado Law, to permit official action to be taken at the meeting. The Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Chairman Kelly stated that she has a contract to purchase real property within the District, requiring payment of a proportionate share of property taxes and that she is an officer and employee of Rocky Mountain Industrials, Inc., parent company of Rail Land Company, LLC, who conducts business with the District and may be entitled to reimbursement from the District.

Director Wagner stated that he has a contract to purchase real property within the District, requiring payment of a proportionate share of property taxes and that he is an employee of and a minority shareholder of Rocky Mountain Industrials, Inc., parent company of Rail Land Company, LLC, who conducts business with the District and may be entitled to reimbursement from the District.

Director Dangler stated that he has a contract to purchase real property within the District, requiring payment of a proportionate share of property taxes and that he is the Executive Vice Chairman of the Board of Directors and a minority shareholder of Rocky Mountain Industrials, Inc., parent company of Rail Land Company, LLC, who conducts business with the District and may be entitled to reimbursement from the District.

Director Hostelley stated that she has a contract to purchase real property within the District, requiring payment of a proportionate share of property taxes and that she is an employee of Rocky Mountain Industrials, Inc., parent company of Rail Land Company, LLC, who conducts business with the District and may be entitled to reimbursement from the District.

Ms. Fritsche confirmed that Conflict of Interest Disclosures were filed with the Board and Secretary of State more than 72 hours prior to the meeting for each of the Directors, including written disclosures for Director Fallin.

MEETING  
LOCATION  
RESOLUTION

Pursuant to § 32-1-903(1), C.R.S., the Board determined that because there is not a suitable or convenient location within the District's boundaries to conduct public meetings, and because this meeting location is convenient for the Directors, upon motion duly made by Director Wagner, seconded by Director Hostelley and unanimous vote, it was

**RESOLVED** to adopt a resolution to hold the Board's special meeting at 4601 DTC Blvd., Suite 130, Denver and remotely, due the Covid-19 pandemic and in conformance with State Orders.

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The Board further noted that notice of this meeting was duly posted, and the Directors have not received any objections to the location from taxpaying electors within the District.

## PUBLIC COMMENT

There was no public comment.

## MEETING MINUTES

The Board reviewed the minutes of the February 12, 2021 special meeting of the Board of Directors. Upon motion duly made by Director Wagner, seconded by Director Hostelley and unanimous vote, it was

**RESOLVED** to approve the minutes of the February 12, 2021 special meeting.

## FINANCIAL MATTERS

Ms. Bartow discussed the status of the District's 2020 Exemption from Audit and 2020 Financial Reports.

## ADOPTION OF RATES, FEES AND CHARGES

Chairman Kelly noted that this Board meeting had been duly noticed for the Board to consider fixing or increasing water and sanitation rates, fees and charges by posting notice of the meeting and proposed Board action on the District's website more than 30 days prior to this meeting. Upon motion duly made by Director Wagner, seconded by Director Hostelley and unanimous vote, it was

**RESOLVED** to approve a Resolution Adopting a Schedule of Rates, Fees and Charges for the provision of District water, irrigation, wastewater, storm sewer and fire suppression services.

## CLA ENGAGEMENT

Upon motion duly made by Director Wagner, seconded by Director Hostelley and unanimous vote, it was

**RESOLVED** to approve the engagement of CliftonLarsonAllen to prepare the Financial Forecast for the District's proposed Limited Tax General Obligation and Enterprise Revenue Bonds Series 2021A and 2021B.

## ATS, INC. ENGAGEMENT

Upon motion duly made by Director Wagner, seconded by Director Hostelley and unanimous vote, it was

**RESOLVED** to approve the engagement of ATS, Inc., to provide independent engineering services to the District, subject to legal review and approval by the Board President of the final terms of the agreement.

## DISTRICT DEBT ISSUANCE SERIES 2021A AND 2021B

Chairman Kelly proposed setting a special Board meeting on Thursday, March 18, 2021 to consider approving resolutions and other documents, writings, and certificates related to the issuance of the District's proposed Limited Tax General Obligation and Enterprise Revenue Bonds Series 2021A and 2021B.

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ADJOURNMENT With no further items brought before the Board, upon motion duly made by Director Wagner, seconded by Director Hostelley and, upon unanimous vote, the meeting was adjourned.

  
Robert Wagner, Secretary