

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

**HELD:** The 29<sup>th</sup> day of September 2021 at 1:00 p.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 Carrie Bartow 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 1:00 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 September 7, 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. Ms. Bartow presented the requisition for water rights to the Boards. No claims were presented.

Accountants Report. None.

## **DIRECTOR ITEMS:**

Discuss Water Fee approval (per 30 day notice) and Consider Approval of First Amendment to Resolution Adopting a Schedule of Rates, Fees and Charges. Mr. Dykstra presented the resolution to the Board. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the resolution as presented.

Discuss Water Rights Transaction. The Board discussed closing on the water rights acquisition and the process and timing for the bond fund requisition.

Discuss Task Order #1. The Board reviewed task order number one for the IPD contract. Upon motion duly made, seconded and upon vote unanimously carried, the Board authorized the issuance of the task order and notice to proceed.

Discuss Easement - Eastern drainage. The Board discussed acquisition of the easement for drainage and related matters.

## **ATTORNEY ITEMS:**

Mr. Dykstra discussed scheduling the 2022 budget hearing with the Board. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved holding the budget hearing on November 12, 2021 at 1:00 p.m.

## **OTHER BUSINESS:**

The Board discussed budget preparation and 2022 activity projections.

**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 1:20 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*

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Secretary for District