

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

HELD: The 7th day of September, 2021 at 11:00 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 Carrie Bartow and Joyce Styles 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 11:03 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 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 amended.

FINANCIAL ITEMS:

Claims. Ms. Bartow presented the claims to the Board. Upon motion duly made, seconded and upon vote unanimously carried, the Board accepted and approved the claims as presented.

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

DIRECTOR ITEMS:

Water Rights Transaction. Director Fallin presented the water rights information to the Board. Discussion ensued regarding the developer release. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the sale agreement for water rights as presented.

Discuss IPD Contract Finalization and Task 1 Update from Schedio. The Board discussed the status of IPD task order 1 and the utilization of JHL Constructors.

Discuss Tap and Use Fee Structure Update. The Board discussed the tap fee and use fee structure resolution.

ATTORNEY ITEMS:

None.


OTHER BUSINESS:

The Board discussed the preparation of the 2022 draft budget and scheduling of the budget hearing.

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 11:30 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.



Secretary for District

SIGNATURE CERTIFICATE




REFERENCE NUMBER

C11775C0-AB51-43E0-9E3C-4422DA01596D

| TRANSACTION DETAILS | DOCUMENT DETAILS |
|---|---|
| <p>Reference Number C11775C0-AB51-43E0-9E3C-4422DA01596D</p> <p>Transaction Type Signature Request</p> <p>Sent At 11/06/2021 16:29 EDT</p> <p>Executed At 11/11/2021 17:30 EST</p> <p>Identity Method email</p> <p>Distribution Method email</p> <p>Signed Checksum 62e18ac9e8a0834c1b17a1cbdaba42a6b732016e3a2b3a0ef7e5a03e3a4398d4</p> <p>Signer Sequencing Disabled</p> <p>Document Passcode Disabled</p> | <p>Document Name Rmrpmd - Minutes - 09 07 21 6202306 1</p> <p>Filename rmrmpmd_-_minutes_-_09_07_21_6202306_1_.pdf</p> <p>Pages 3 pages</p> <p>Content Type application/pdf</p> <p>File Size 120 KB</p> <p>Original Checksum 11d61dd351d19296d70b87edf6bb5d06ee638e4e80ec0fbb81097fd621f664ba</p> |

SIGNERS

| SIGNER | E-SIGNATURE | EVENTS |
|--|---|--|
| <p>Name Robert Wagner</p> <p>Email rwagner@rockymountainindustrials.com</p> <p>Components 1</p> | <p>Status signed</p> <p>Multi-factor Digital Fingerprint Checksum 4e7e5a056132002c92d6978b832561e280e0081235cdf7d0d54a43a3ac4580f</p> <p>IP Address 73.181.122.97</p> <p>Device Chrome Mobile via Android</p> <p>Drawn Signature</p>  <p>Signature Reference ID A98E4BE0</p> <p>Signature Biometric Count 289</p> | <p>Viewed At 11/11/2021 17:29 EST</p> <p>Identity Authenticated At 11/11/2021 17:30 EST</p> <p>Signed At 11/11/2021 17:30 EST</p> |

AUDITS

| TIMESTAMP | AUDIT |
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