

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS
OF DIRECTORS

OF THE

DAWSON TRAILS METROPOLITAN DISTRICT NOS. 1-7
(formerly known as Dawson Ridge Metropolitan District Nos. 1-5
and Westfield Metropolitan District Nos. 1 & 2)

Held: November 14, 2023, at 10:00 A.M. *via* teleconference.

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Jeffrey Jacob Schroeder
Megan Waldschmidt
Paige Langley
Blake Amen

Following discussion, upon motion made by Director Schroeder, seconded by Director Amen and, upon vote, unanimously carried, the absence of Director Jacobson was excused.

Also present were: Jennifer Gruber Tanaka, Esq., Audrey Johnson, Esq., Allison Fogg, Esq., and Jennifer Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; AJ Beckman; Public Alliance, District Manager; Cathee Sutton; CliftonLarsonAllen LLP, District Accountant; Neil Schilling, Schilling & Company, Inc.; Matt Hengel and Jason Pock, Westside Investment Partners; and Georgia Harland; Simmons & Wheeler, P.C. No members of the public were on the teleconference.

**ADMINISTRATIVE
MATTERS**

Call to Order:

The meeting was called to order.

**Declaration of Quorum and Confirmation of Director
Qualifications:**

Mr. Beckman noted that a quorum for each of the Boards was present. Attorney Tanaka noted that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest:

Attorney Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Attorney Tanaka inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings:

The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Dawson Trails Metropolitan District Nos. 1-7, collectively.

Approval of Agenda:

Mr. Beckman presented the Boards with the agenda for the meeting. Following discussion, upon motion duly made by Director Schroeder, seconded by Director Amen, and upon vote, unanimously carried, the Boards approved the agenda as amended.

PUBLIC COMMENT

None.

CONSENT AGENDA

The Boards were presented with the consent agenda items. Following discussion, upon motion duly made by Director Schroeder, seconded by Director Amen, and upon vote, unanimously carried, the Boards took the following actions:

- a. Approved Joint Special Meeting Minutes from September 26, 2023 and October 9, 2023.
- b. Adopted Resolution No. 2023-11-01: 2024 Annual Administrative Resolution.
- c. Adopted Resolution No. 2023-11-02: Joint Amended and Restated Public Records Request Policy.
- d. Approved Accounts Payable.

- e. Approved Financial Statements as of June 30, 2023 (District No. 1).
- f. Approved Property Tax Schedules (District Nos. 2-7).
- g. Ratified Agreement for Private Crossing between District No. 1 and BNSF Railway Company.
- h. Approved Proposed General Liability Schedule and Limits and Authorized Approval to Bind Coverage.
- i. Approved 2024 Independent Contractor Agreement for Management Services Agreement with Public Alliance LLC.

FINANCIAL MATTERS 2023 Budget Amendment Hearing (District No. 1):

Mr. Beckman opened the public hearing to consider the amendment of the 2023 Budget and discuss related issues.

It was noted that publication of notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, Director Schroeder moved to adopt the Resolution to Amend 2023 Budget for District No. 1, Director Amen seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-03 to Amend the 2023 Budget.

2024 Budget Hearings:

It was noted that notices of a Public Hearings were published in a newspaper that is circulated in the Districts prior to the meeting and there was no comment from the public prior to the meeting.

Mr. Beckman opened the public hearings for District Nos. 1-7. There being no comment from the public, the public hearings were closed.

Ms. Sutton reviewed the 2024 Budgets with the Boards of District Nos. 1-7. Following discussion, upon a motion duly made by Director Schroeder and seconded by Director Amen, the Boards of District Nos. 1-7 unanimously adopted the Resolutions adopting the 2024 Budgets and appropriating funds therefor, and certifying the mill levies shown in the 2024 Budgets, subject to receipt of final assessed valuation.

The Boards directed legal counsel and the Districts' Accountant to certify the mill levies by January 10, 2024 in accordance with Colorado Senate Bill 23B-001, and to file the 2024 Budgets by January 30, 2024.

Application for Exemption from Audit for 2023:

Ms. Sutton discussed with the Boards the requirements for an Audit.

Following discussion and review, upon a motion duly made by Director Schroeder, seconded by Director Amen and, upon vote unanimously carried, the Boards appointed the District Accountant to prepare and file the Application for Exemption from Audit for 2023.

LEGAL MATTERS

There were no legal matters to discuss at this time.

OTHER BUSINESS

CliftonLarsonAllen LLP 2024 Statements of Work:

Ms. Sutton reviewed with the Boards the 2024 Statements of Work from CliftonLarsonAllen LLP.

Following discussion, upon motion duly made by Director Schroeder, seconded by Director Amen and, upon vote, unanimously carried, the Boards approved the 2024 Statements of Work from CliftonLarsonAllen LLP.

Next Meeting:

This is the final regularly scheduled meeting for 2023.

ADJOURNMENT

There being no further business to come before the Boards, upon motion, second and unanimous vote, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

DocuSigned by:

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Secretary for the Districts