

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

TRAILS AT CROWFOOT METROPOLITAN DISTRICT
NOS. 1-3

Held: Monday, November 21, 2022, at 4:00 p.m.

This meeting was held via teleconference.

Attendance

The Joint Special meeting of the Boards of Directors of the Trails at Crowfoot Metropolitan District Nos. 1-3 was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

District No. 1:

Sarah Hunsche
Christian Matt Janke
Corey Elliott
Christopher Elliott

District Nos. 2 & 3

Sarah Hunsche
Corey Elliott
Christian Matt Janke
Christopher Elliott

Directors Lauren Pennetti and Matthew Cavanaugh were absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present: Kristin B. Tompkins, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Dan J. Cordova, White Bear Ankele Tanaka & Waldron, District Management; John Wojnarowski and Gigi Pangindian, CliftonLarsonAllen LLP, District Accountant; and Jordan Honea, D.R. Horton.

Call to Order

It was noted that a quorum of the Boards were present and the meeting was called to order.

Combined Meeting

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Conflict of Interest Disclosures

Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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. Ms. Murphy 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Agenda

Ms. Murphy presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Ms. Murphy reviewed the items on the consent agenda with the Boards. Ms. Murphy advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved and/or ratified.

- Minutes from October 27, 2022 Regular Meeting;
- Rescind Approval of Second Amendment to Funding and Reimbursement Agreement with HR935, LLC (District Nos. 1 and 2); and
- Proposal from Denver Christmas Light Installers, LLC for Holiday Lighting Services – approved subject to final review by Mr. Cordova.

Management Matters

Consider Approval of Addendum to Engagement Letter with White Bear Ankele Tanaka & Waldron Related to Management Services (District No. 3)

Ms. Tompkins presented the Addendum to Engagement Letter with White Bear Ankele Tanaka & Waldron Related to Management Services to the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the addendum.

Discuss Status of Conveyance of Landscaping Improvements (Filing Nos. 2, 3 and 9)

Mr. Cordova provided the Boards with an update on the status of the conveyance of landscaping improvements in Filing Nos. 2, 3, and 9, noting that D.R. Horton continues to work on the landscaping improvements required prior to conveyance.

Update on Social Committee Matters

Mr. Cordova provided the Boards with an update on Social Committee matters, noting that the Social Committee held a Chili Cook Off Event at the pool parking lot and is in the process of planning a holiday event in December.

Other Management Matters

None.

Legal Matters

Consider Approval of Independent Contractor Agreement with PCS Group, Inc. for Consulting Services (District No. 3)

Ms. Murphy presented the Independent Contractor Agreement with PCS Group, Inc. (“PCS”) to the Board of District No. 3. The Board of District No. 3 engaged in discussion regarding the landscape architect certification required for tract turnover. The Board of District No. 3 determined that the builder responsible for installing the improvements should pay PCS directly for the certification. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the agreement.

Consider Approval of Temporary Access Easement and Maintenance Agreement (Monument Signs) with HR935, LLC and KB Home Colorado Inc. (District No. 3)

Ms. Murphy presented the Temporary Access Easement and Maintenance Agreement (Monument Signs) with HR935, LLC and KB Home Colorado Inc. to the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the agreement.

Other Legal Matters

None.

Financial Matters

Consider Approval of Claims

Mr. Wojnarowski presented the Board of District No. 3 with the claims, in the amount of \$60,907.45. Mr. Cordova inquired about the process for reimbursement to Social Committee members. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously ratified the claims and directed the accountant to process Social Committee reimbursement requests as soon as possible.

Consider Acceptance of Schedule of Cash Position and Property Tax Schedule

Mr. Wojnarowski presented the Boards with the schedule of cash position and property tax schedule. Following discussion, upon a motion duly made and seconded, the Boards unanimously accepted

the schedule of cash position and property tax schedule.

Discussion Regarding 2023
Mill Levies

Mr. Wojnarowski presented the 2023 mill levies to the Boards. No action was taken.

Consider Adoption of
Resolutions Amending the
Amended and Restated
Service Plans

Ms. Murphy presented the Resolutions Amending the Amended and Restated Service Plans to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions, subject to final legal review and receipt of the Town of Parker's resolution.

Approval of Special
Districts Preparation Scope
for Work with
CliftonLarsonAllen LLP for
District Accounting
Services

Ms. Pangindian presented the Special Districts Preparation Scope of Work with CliftonLarsonAllen LLP to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Scope of Work.

Other Financial Matters

None.

Other Business

Following discussion, the Boards determined to cancel the December 22, 2022 regular meeting.

Adjourn

There being no further business to come before the Boards, upon a motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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

Christopher Elliott
[Christopher Elliott \(Feb 24, 2023 15:48 MST\)](#)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 23rd day of February, 2023.