

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

TR RANCH METROPOLITAN DISTRICT

Held: August 31, 2021, at 2:00 P.M.

**ATTENDANCE**

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

Otis Moore  
Patrick Schmitz  
Kevin Smith

Also present were: Jennifer Gruber Tanaka, Esq., and Erin K. Stutz, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; and Nancy Bach, CliftonLarsonAllen, LLP, District accountant.

**ADMINISTRATIVE MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. 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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Tanaka noted that a quorum was present and inquired into whether members of the Board 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Tanaka presented the Board with the agenda for the meeting. Upon motion of Mr. Schmitz, seconded by Mr. Smith, the Board unanimously approved the agenda as presented.

**PUBLIC COMMENT**

None.

**CONSENT MATTERS**

**AGENDA**

The Board was presented with the consent agenda items. Upon motion of Mr. Schmitz, seconded by Mr. Smith, the Board unanimously took the following actions:

- a. Administrative Matters
  - i. Approved the November 17, 2020, Regular Minutes
  - ii. Adopted Resolution No. 2021-08-01: 2021 Annual Administrative Matters
  - iii. Adopted Resolution No. 2021-08-02: Providing for the Defense and Indemnification of Directors and Employees of the District
  - iv. Adopted Resolution No. 2021-08-03: Adopting the Colorado Special District Records Retention Schedule
  - v. Adopted Resolution No. 2021-08-04: Adoption of Public Records Request Policy
  - vi. Adopted Resolution No. 2021-08-05: Resolution Calling November 2, 2021, Election
  - vii. Adopted Resolution No. 2021-08-06: Resolution Establishing Electronic Signature Policy
  - viii. Adopted Resolution No. 2021-08-07: Resolution Concerning Authorization for Approval of Contracts and Payment of Claims
- b. Consultant Matters
  - i. Ratified the Engagement Letter with WHITE BEAR ANKELE TANAKA & WALDRON for General Counsel Legal Services
- c. Developer Matters
  - i. Approved the Funding and Reimbursement Agreement (Operations and Maintenance) with Tower Eastside, LLC
  - ii. Approved the Infrastructure Acquisition and Reimbursement Agreement with Tower Eastside, LLC

**FINANCIAL MATTERS**

None.

**LEGAL MATTERS**

Update Regarding District Website and Consider

Ms. Tanaka reported that, by January 1, 2023, the Board will be required to have a website pursuant to Colorado law and inquired

Engagement of Heatherly Creative, LLC for Website Design Services

into whether the Board wanted to have the establishment of the website put into the queue now to ensure this deadline is met.

The Board determined to defer action on this matter until 2022.

**OTHER BUSINESS**

Next Regular Meeting

The next meeting is scheduled for October 28, 2021, at 8:00 A.M.

**ADJOURNMENT**

There being no further business to come before the Board, 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.

*Patrick Schmitz*

Patrick Schmitz (Oct 28, 2021 16:11 MDT)

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Secretary for the District