

TAILHOLT METROPOLITAN DISTRICTS

RECORD OF PROCEEDINGS MINUTES OF THE COORDINATED SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF TAILHOLT METROPOLITAN DISTRICT NOS. 1-3

HELD: Wednesday, April 22, 2020, at 10:00 a.m. at 1927 Wilmington Drive Suite 101, Fort Collins, Colorado 80550
Meeting Occurred *Via Teleconference Only*

ATTENDANCE:

The coordinated special meeting of the Boards of Directors of the Tailholt Metropolitan District Nos. 1-3 (collectively, the "Board") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present *via telephone*:

Directors Present:

Stan Everitt (*via telephone*)
Aaron Everitt (*via telephone*)
Dino DiTullio (*via telephone*)
Michael J. DiTullio (*via telephone*)

Directors Absent and Excused:

Sara Everitt

Also Present and in Attendance:

Guy Johnson, District Manager was present at the District offices and David S. O'Leary of Spencer Fane LLP, was present via telephone.

CALL TO ORDER:

Director Stan Everitt called the meeting to order at 10:04 a.m.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE COMBINES MEETING AND NOTICES:

Mr. O'Leary reported that all of the Board members are registered to vote in Colorado and are residents and/or owners of taxable real or personal property within the Districts. Mr. O'Leary stated that all of the Board members had been administered the Oaths of Office. The Districts are meeting in a combined board meeting. Unless otherwise noted, the matters set forth below shall be deemed the actions of the Tailholt Metro District No. 1, with concurrence by the Tailholt Metro District No. 2, & 3. Mr. Johnson stated that the notice of the meeting was properly posted in 3 public places in District No. 1, 2, & 3 boundaries at least 72 hours prior to this meeting and on the Districts' website. Notice of meeting was posted as required by law.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Mr. O'Leary 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 the Secretary of the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director discussed any potential conflicts of interest to the Board at the start of the meeting in which a conflict may arise.

APPROVAL OF RESOLUTION ESTABLISHING ELECTRONIC BOARD MEETING POLICY:

Mr. O’Leary discussed the Resolution Establishing Electronic Board Meeting Policies, and the Declaration of Local Disaster Emergency, noting that due to the state stay at home orders and COVID-19 virus concerns for the health, safety and welfare of the board, residents and interested parties, telephonic or electronic meetings should be authorized and held for the time being. There was no further discussion. Upon motion made by Director Stan Everitt and seconded by Director Aaron Everitt and unanimously carried to approve the Resolution Establishing Electronic Board Meeting Policy and the Declaration of Local Disaster Emergency.

APPROVAL OF AGENDA:

The Board reviewed the agenda, and upon motion was made by Director Stan Everitt and seconded by Director Mike DiTullio and unanimously carried to approve the agenda.

APPROVAL OF MEETING MINUTES:

The Board reviewed the Meeting Minutes of the November 13, 2019 Meeting. Upon motion was made by Director Aaron Everitt and seconded by Director Stan Everitt and unanimously carried to approve the Meeting Minutes of the November 13, 2019 meeting.

APPROVAL OF POSTING LOCATIONS, WHICH INCLUDES WEBSITE:

Mr. Johnson presented the posting locations for board meetings, stating this includes the website 24 hours prior to meeting, upon motion was made by Director Stan Everitt and second by Director Dino DiTullio and unanimously carried to approve the Posting Location which includes the website.

PAYABLES:

Mr. Johnson presented and reviewed the Schedule of Payables with the Boards for November 2019 through March 2020 with a total of \$192,554.62. After discussion on payables, upon motion duly made by Director Stan Everitt and seconded by Director Mike DiTullio and unanimously carried to approve and ratify payables for November 2019 through March 2020 with a total of \$192,554.62.

CONSIDER APPROVAL AND RATIFICATION OF THE UPDATED PROMISSORY NOTES:

Mr. O’Leary stated the Promissory Note should be amended to update through the end of the year and interest accruals through the date of meeting to include the annual interest to date. Upon motion duly made by Director Aaron Everitt and seconded by Director Stan Everitt and unanimously carried to approve the updated Promissory Notes and attach the updated schedule of principal, interest and payments through the date of the meeting as discussed.

LEGAL:

Mr. O’Leary discussed the upcoming May 2020 director election, receipt and processing of self-nomination and acceptance forms from candidates and interested parties and the confirmation of candidates for the May 5, 2020 election. Some board members agreed to step aside within the residential district to allow homeowner candidates that ran for the board of directions and submitted proper verification that they were eligible electors and property owners or residents within the Districts. As a result of the final verification of candidates, there were no more candidates than positions up for election in May. The Designated Election Official for the Districts was able to cancel the Districts’ director elections and confirm the candidates that would be elected by acclamation (equal number of candidates as board seats available). The costs of a full election will be avoided and final confirmation of board members and oaths of office will be administered after the May 5, 2020 election date.

DISTRICT MANAGERS REPORT:

Mr. Johnson reviewed the status of the Districts and management items with the Board summarized as follows:

1. General District items:

- a. New bridge along east trail is complete.
- b. Having Chlorine injection pump installed in pump house.
- c. Placing dried Chlorine tablets in wet well until new pump is going, set up service for delivery of chlorine.
- d. Having a weir installed on creek feeding Franklin Pond. Should be complete this week.
- e. Having Maintenance. Crew pick up large load of dirt, rocks and concrete someone dumped in open space and hauled away.
- f. Driving site for covenants issues. Will walk Filing 1, for warranty issues this May.

2. Site Work:

- a. Adding a 4 to 6-inch perforated pipe and gravel between homes on Second and Third. A lot of water runs off lots, causing some erosion.

3. Web Site:

- a. Keeping web site up, set up to pay O and M fee with a link from QB, via e-mail.

OTHER MATTERS:

No Further Matters were discussed at this time.

PUBLIC COMMENTS:

Director Stan Everitt recognized no one present and no Public Comments were received. Upon hearing no further comments, Director Stan Everitt closed this portion of the meeting.

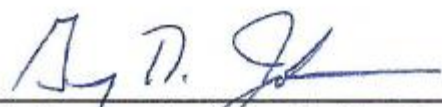
APPROVAL OF MEETING MINUTES:

Guy Johnson asked that the board take a recess and review the draft minutes of this meeting to be completed, and upon review and comments from the Board and District consultants, Upon motion duly made by Director Dino DiTullio, seconded by Director Mike DiTullio and unanimously carried, it was resolved to approve the minutes of the April 22, 2020 Board meeting with such changes as noted by the Board.

ADJOURNMENT:

Upon motion duly made by Director Stan Everitt and seconded by Director Dino DiTullio and unanimously carried, the Board moved to adjourn the coordinated special meeting of the Board of Directors of the Tailholt Metropolitan District Nos. 1-3 at 10:20 a.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of Tailholt Metropolitan District Nos. 1-3.



Guy D. Johnson, Secretary for the Meeting