

TAILHOLT METRO DISTRICTS

RECORD OF PROCEEDINGS MINUTES OF THE COORDINATED SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF TAILHOLT METROPOLITAN DISTRICT NO. 3

HELD: Monday July 15, 2024, at 6:00 p.m. at Town of Severance Town Hall, 3 South Timber Ridge Parkway, Severance, Colorado 80546.

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 and acting:

Directors Present: Shelby Foland, James Donahue, Jim Umberger, Miki Arrivas, Daniel Meyers, Dino DiTullio, Michael J, DiTullio, Ron Mullenbach

Also, Present and in Attendance: David O'Leary of Spencer Fane LLP, Guy Johnson, Jackie Johnson, and Dylan Lindesay from the District were also present, and several homeowners please see sign in sheet for attendees.

Directors absent and Unexcused:

Directors Jennifer DiTullio

CALL TO ORDER:

Director Shelby Foland called the meeting to order at 6:40 p.m.

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

Mr. Johnson reported that all 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 the Board members had been administered the Oath of Office. The Districts are meeting in a combined board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of Tailholt Metro District No. 1, with concurrence by Tailholt Metro District No. 2, & 3. Mr. Johnson stated that the notice of the meeting was properly posted in at least one public place in each District No. 1, 2, & 3 boundaries at least 72 hours prior to this meeting. Notice of meeting and agenda was posted in accordance with 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 is to verbally reveal his potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise.

CONSIDER APPROVAL OF AGENDA:

The Board reviewed the agenda, Upon motion duly made by Director Jim Donahue and seconded by Director Shelby Foland, Director Dino DiTullio and Directors Michael J. DiTullio and unanimously carried, it was resolved to approve the agenda.

CONSIDER APPROVAL of the March 14 & April 25 Meeting :

The Board reviewed the meeting minutes, Upon motion duly made by Director Shelby Foland and seconded by Director Dan Meyers, Director Dino DiTullio and Directors Michael J. DiTullio and unanimously carried, it was resolved to approve the meeting minutes from March 14 and April 25.

LEGAL COUNSEL REPORT:

1. Mr. O’Leary with Spencer Fane, Jonathan Heroux of Piper Sandler and K.C. Viejo with Kline Alvarado Veio, presented information regarding the Consideration and Approval of District No. 3 Authorizing Resolution Regarding the Issuance of General Obligation Debt. The Board reviewed the resolution, Upon motion duly made by Director Shelby Foland and seconded by Director Jim Donahue, Director Dino DiTullio and Directors Michael J. DiTullio and unanimously carried.
2. Mr. O’Leary with Spencer Fane, presented information regarding the Consideration and Approval of any amendments necessary to the Improvement Acquisition Agreement. The Board reviewed the amendments necessary to the Improvement Acquisition Agreement, Upon motion duly made by Director Jim Donahue and seconded by Director Shelby Foland, Director Dino DiTullio and Directors Michael J. DiTullio and unanimously carried.
3. Mr. O’Leary with Spencer Fane presented information regarding the Approval and Ratification of Engagement of Bond Consultants and Financial Advisors as Necessary to Facilitate Bond Issuance or 2024 Loan. The Board reviewed the Bond Issuance or 2024 Loan, Upon motion duly made by Director Jim Donahue and seconded by Director Shelby Foland, Director Dino DiTullio and Directors Michael J. DiTullio and unanimously carried.

MANAGERS REPORT:

1. **General District items and site work:**
 - a. Overseeing Lake levels, opening head gates as needed.
 - b. Replaced dead trees will replace as budget allows.
 - c. Driving site for covenants issues.
 - d. Working with builder on grade on east side of trial by Franklin lake, in file 4.
 - e. Keeping up maintenance of all tracts.
2. **Web Site:**
 - a. Keeping web site up, placing new documents as needed.
 - b. E-mails to the community come from the web site.
3. **District Office:**
 - a. Upgraded computer.
 - b. In 2024 up-grade web site. In progress

OTHER MATTERS:

- Director Dan Meyers mentioned his concerns with the residents swimming in the lake.
- Mr. Johnson advised homeowners to call the police officers and the non-emergency if they see kids or anyone swimming in lakes and have the authorities come and resolve the issue.

- The homeowner from 206 Haymaker Lane expressed their concerns with this issue as well, she mentioned that she has called the authorities regarding this matter before, but they did not do anything to resolve the issue.
- Director Dan Meyers proposed the idea for the district to add a note to the website for all homeowners to be aware that there is no swimming allowed in the lake and the potential dangers involved with doing so.
- Director Dan Meyers also asked that the district make more signs to put around the lake and to send a letter to all homeowners expressing their concerns with swimming in the lake and that no swimming is allowed in the lake.
- Mrs. Johnson presented to the board that the website will be switching to Streamline and will be ADA compliant before July 31, 2025.

PUBLIC COMMENTS:

-Mrs. Johnson made note to the board that the next meeting for the Tailholt Metro District is on October 24, 2024. There were no other comments at this time.

ADJOURNMENT:

With no other matters to bring before the Boards,

Upon motion, it was duly made by Director Jim Donahue and seconded by Director Jim Umberger, Director Dino DiTullio, and Director Michael J., DiTullio and unanimously carried, the Board resolved to adjourn the meeting of the Boards of Directors of the Tailholt Metropolitan District Nos. 1-3 at 7:10 p.m.

The foregoing minutes constitutes a true and correct copy of the directors' meeting and discussions that went on during the meeting and are reflected in the meeting 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