

**SUBDISTRICT NO. 1 OF THE COALTON METROPOLITAN DISTRICT  
2023 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

WHEREAS, the Board of Directors (the “Board”) of Subdistrict No. 1 of the Coalton Metropolitan District (the “Subdistrict”) has a duty to perform certain administrative obligations during each calendar year to comply with certain statutory requirements, as further described below, and to assure the efficient operations of the Subdistrict; and

WHEREAS, the Board desires to set forth such obligations herein and to designate, where applicable, the appropriate person or person(s) to perform such obligations on behalf of the Subdistrict; and

WHEREAS, the Board further desires to acknowledge and ratify herein certain actions and outstanding obligations of the Subdistrict.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF SUBDISTRICT NO. 1 OF THE COALTON METROPOLITAN DISTRICT HEREBY RESOLVES AS FOLLOWS:

1. The Board directs the Subdistrict’s manager to prepare and file either an accurate map, as specified by the Colorado Division of Local Government (the “Division”), or a notice that the Subdistrict’s boundaries have not changed since the filing of the last Subdistrict map, and file the same with the Division, the Boulder County (“County”) Clerk and Recorder and Boulder County Assessor on or before January 1, 2023, as required by Section 32-1-306, C.R.S.

2. Pursuant to Section 24-32-116(3)(b), C.R.S, the Board directs legal counsel to update the Division with any of the following information previously provided to the Division, and to update the Division in the event such information changes: (i) the official name of the Subdistrict; (ii) the principal address and mailing address of the Subdistrict; (iii) the name of the Subdistrict’s agent; and (iv) the mailing address of the Subdistrict’s agent.

3. The Board directs legal counsel to prepare, no more than sixty (60) days prior to and not later than January 15, 2023, the Subdistrict’s annual transparency notice containing information set forth in Section 32-1-809(1), C.R.S., and to provide such notice to the eligible electors of the Subdistrict in one of the manners set forth in Section 32-1-809(2), C.R.S. In addition, legal counsel is directed to file a copy of the notice with the Boulder County Board of County Commissioners, the Boulder County Assessor, the Boulder County Treasurer, the Boulder County Clerk and Recorder’s Office, the Town of Superior Board of Trustees, and the Division as set forth in Section 32-1-104(2), C.R.S. A copy of the notice shall be made available for public inspection at the principal business office of the Subdistrict.

4. The Board directs the Subdistrict’s accountant to submit a proposed 2024 budget for the Subdistrict to the Board by October 15, 2023, to schedule a public hearing on the proposed budget, prepare a final budget, and budget resolution, including certification of mill levies and amendments to the budget if necessary; to certify the mill levy to Boulder County on or before December 15, 2023; and to file the approved budgets and amendments thereto with the

proper governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

5. In the event additional real property is included into the boundaries of the Subdistrict in the future, the Subdistrict authorizes legal counsel to record the special district public disclosure document and a map of the new boundaries of the Subdistrict concurrently with the recording of the order for inclusion in the Boulder County Clerk and Recorder's office, in accordance with Section 32-1-104.8(2), C.R.S.

6. The Board directs legal counsel to notify the Town of Superior Board of Trustees of any alteration or revision of the proposed schedule of debt issuance set forth in the financial plan attached to the Service Plan, as required by Section 32-1-202(2)(b), C.R.S.

7. For any nonrated public securities issued by the Subdistrict, the Board directs the Subdistrict accountant to prepare and file with the Division on or before March 1, 2023 an annual information report with respect to any of the Subdistrict's nonrated public securities which are outstanding as of the end of the Subdistrict's fiscal year in accordance with Section 11-58-105, C.R.S.

8. The Board hereby authorizes the Subdistrict's accountant to prepare and file an Audit Exemption and Resolution for approval of Audit Exemption with the Colorado State Auditor by March 31, 2023, as required by Section 29-1-604, C.R.S.; or, if required by Section 29-1-603, C.R.S., the Board authorizes that an audit of the financial statements be prepared and submitted to the Board before June 30, 2023 and filed with the State Auditor by July 31, 2023.

9. The Board directs its staff to prepare the Unclaimed Property Act report and forward the report to the Colorado State Treasurer by November 1, 2023 if there is property presumed abandoned and subject to custody as unclaimed property, in accordance with Section 38-13-110, C.R.S.

10. The Board directs legal counsel to oversee the preparation of any continuing annual disclosure report required to be filed pursuant to a continuing disclosure agreement, in accordance with the Securities Exchange Commission Rule 15c2-12.

11. The Board designates the Secretary of the Subdistrict as the official custodian of "public records," as such term is used in Section 24-72-202(2), C.R.S. Public records shall be maintained at the office of Icenogle Seaver Pogue, P.C. and Pinnacle Consulting Group, Inc.

12. The Board directs legal counsel to advise it on the requirements of the Fair Campaign Practices Act Sections 1-45-101 *et seq.*, C.R.S., when applicable.

13. The Board directs that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in a paper of general circulation within the boundaries of the Subdistrict, or in the vicinity of the Subdistrict if none is circulated within the Subdistrict including, but not limited to, *The Boulder Daily Camera*.

14. The Subdistrict Board determines that each director shall not receive compensation for services as directors.

15. Pursuant to Section 32-1-901 and Section 24-12-101, C.R.S., the Board directs legal counsel to prepare, administer, and file an oath of office and a certificate of appointment, when applicable, and procure a surety bond for each Director, and to file copies of each with the Clerk of the Court, the Boulder Clerk and Recorder and with the Division.

16. The Board extends the current indemnification resolution, adopted by the Board on September 1, 2020, to allow the resolution to continue in effect as written.

17. Pursuant to Section 32-1-1101.5, C.R.S., the Board directs legal counsel to certify the results of special district ballot issue elections to incur general obligation indebtedness by certified mail to the Boulder County Board of County Commissioners and to file a copy of the certification with the Colorado Division of Securities within forty-five (45) days after the election. Furthermore, whenever the Subdistrict authorizes or incurs a general obligation debt, the Board authorizes legal counsel to record notice of such action and a description of such debt, in a form prescribed by the Division, in the Boulder County Clerk and Recorder's office within thirty (30) days after authorizing or incurring the debt in accordance with Section 32-1-1604, C.R.S. Furthermore, whenever the Subdistrict incurs general obligation debt, the Board directs legal counsel to submit a copy of the recorded notice to the Boulder County Board of County Commissioners within thirty (30) days after incurring the debt in accordance with Section 32-1-1101.5(1), C.R.S.

18. The Board directs legal counsel to prepare and file an application for a quinquennial finding of reasonable diligence with the Town of Superior Board of Trustees, if requested, in accordance with Section 32-1-1101.5(1.5) & (2), C.R.S.

19. The Board directs legal counsel to prepare and file the special district annual report in accordance with the Service Plan and Section 32-1-207(3)(c), C.R.S.

20. The Board has determined that legal counsel will file conflicts of interest disclosures provided by Board members with the Colorado Secretary of State seventy-two (72) hours prior to each meeting of the Board, in accordance with Sections 32-1-902(3)(b) and 18-8-308, C.R.S. Annually, legal counsel shall request that each Board member submit updated information regarding actual or potential conflicts of interest. Additionally, at the beginning of every term, legal counsel shall request that each Board member submit information regarding actual or potential conflicts of interest.

21. The Subdistrict is currently a member of the Special District Association ("SDA") and insured through the Colorado Special Districts Property and Liability Pool. The Board directs the Subdistrict's manager to pay the annual SDA membership dues and insurance premiums in a timely manner. The Board and Subdistrict staff will biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

22. Pursuant to Section 32-1-104.5(3)(a), C.R.S., the Board hereby designates the Subdistrict's official website as <https://www.coaltonmd.live/>. The Board directs the Subdistrict's manager to maintain and update the official website of the Subdistrict in compliance with Section 32-1-104.5(3)(a), C.R.S.

23. The Board members have reviewed the minutes from the December 2, 2021 and April 27, 2022 meetings of the Board, which minutes are attached hereto as Exhibit A. The Board, being fully advised of the premises, hereby ratify and affirm each and every action of the Board taken at said meetings.

24. Pursuant to Section 24-6-402(2)(d.5)(II)(E), C.R.S., the Board hereby declares that all electronic recordings of executive sessions shall be retained for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. The Board further directs the custodian of the electronic recordings of the executive session to systematically delete all such recordings made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90<sup>th</sup>) day after the date of the executive session.

25. The Subdistrict hereby acknowledges, agrees and declares that the Subdistrict's policy for the deposit of public funds shall be made in accordance with the Public Deposit Protection Act (Sections 11-10.5-101 *et seq.*, C.R.S.). As provided therein, the Subdistrict's official custodian may deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository. For purposes of this paragraph, "official custodian" means a designee with plenary authority including control over public funds of a public unit which the official custodian is appointed to serve. The Subdistrict hereby designates the Subdistrict's accountant as its official custodian of public deposits.

26. The Board hereby authorizes the Subdistrict's manager to execute, on behalf of the Subdistrict, any and all easement agreements pursuant to which the Subdistrict is accepting or acquiring easements in favor of the Subdistrict.

27. To the extent the Subdistrict adopted a Declaration of Local Emergency Resolution, such resolution is hereby terminated.

*(Signatures on following page)*

ADOPTED AND APPROVED THIS 1ST DAY OF DECEMBER, 2022.

SUBDISTRICT NO. 1 OF THE COALTON  
METROPOLITAN DISTRICT

DocuSigned by:  
By: Kristopher Barnes  
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Kristopher Barnes, President

*Signature Page to 2023 Annual Administration Matters Resolution*

EXHIBIT A

**Minutes from the  
December 2, 2021 and April 27, 2022  
Meetings of the Board**

## RECORD OF PROCEEDINGS

### MINUTES OF THE SPECIAL MEETING OF COALTON METROPOLITAN DISTRICT AND SUBDISTRICT NO. 1 OF THE COALTON METROPOLITAN DISTRICT

HELD  
December 2, 2021

The Board of Directors of Coalton Metropolitan District and the Board of Directors of Subdistrict No. 1 of the Coalton Metropolitan District held a special meeting, open to the public, via videoconference, at 2:30 p.m. Notice of the meeting has been posted on the District's website.

<u>ATTENDANCE</u>	<p><u>Directors in Attendance:</u> Kristopher Barnes Gary Rohr Karen Bennett James O'Malley Vacancy</p> <p><u>Also, in Attendance:</u> Jack Rohr, Resolute; Alan Pogue, Esq. Icenogle Seaver Pogue, P.C.; Brendan Campbell and Traci Kaminski, Pinnacle Consulting Group, Inc.; Scott Chomiak, KUH; Angela Elliott and Cathy Baldwin, Teleos Management Services.</p>
<u>CALL MEETING TO ORDER</u>	<p>The meetings of the District and Subdistrict were called to order by Director Barnes at 2:36 p.m., noting that a quorum was present. Each of the Directors confirmed their qualifications to service on the Boards of the District and Subdistrict.</p>
<u>MEETING NOTICE</u>	<p>Ms. Elliott noted that Notice of the Special Board Meeting had been properly posted on the District and Subdistrict's joint website. The notice also included the agenda items.</p>
<u>CONFLICT OF INTEREST DISCLOSURE</u>	<p>Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's office and with the District's Board. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.</p>

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<u>AGENDA</u>	<p>The Boards considered the Agenda. Upon motion duly made by Director O'Malley, seconded by Director G. Rohr, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the agenda, as presented.</p>
<u>BOARD RESIGNATIONS AND APPOINTMENTS</u>	<p>The Board acknowledged and accepted the resignation of Jennifer Heede. The Board considered the appointment of vacancy to the Board of Directors for Coalton Metropolitan District and Subdistrict No. 1 of the Coalton Metropolitan District. Mr. Pogue reviewed the open Board position and answered questions. Mr. Barnes recommended Jack Rohr to fill the vacancy. Upon motion duly made by Director O'Malley, seconded by Director G. Rohr, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to appoint Jack Rohr to the Board as the Assistant Secretary.</p>
<u>PUBLIC COMMENT</u>	None
	<b>Convene as the Board of Directors of the Coalton Metropolitan District</b>
<u>MINUTES</u>	<p>The Board reviewed the minutes of the December 10, 2020 meeting. Upon motion duly made by Director O'Malley, seconded by Director G. Rohr, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the minutes of the December 10, 2020 meeting.</p>
<u>LEGAL ITEMS</u>	<p><u>2022 Annual Administrative Matters Resolution</u>: Mr. Pogue reviewed with the Board the 2022 Annual Administrative Matters Resolution and answered questions. Upon motion duly made by Director O'Malley, seconded by Director G. Rohr, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the 2022 Annual Administrative Matters Resolution.</p> <p><u>2022 Election Resolution</u>: Mr. Pogue reviewed with the Board the 2022 Election Resolution and answered questions. Upon motion duly made by Director O'Malley, seconded by Director Rohr, and upon vote, unanimously carried it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the 2022 Election Resolution.</p> <p><u>2022 Meeting Resolution</u>: Mr. Pogue reviewed with the Board the 2022 Meeting Resolution and answered questions. Upon motion duly</p>



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made by Director O'Malley, seconded by Director G. Rohr, and upon vote, unanimously carried, it was

**RESOLVED** to approved the 2022 Meeting Resolution.

Ratification of Teleos Management Contract: Ms. Elliott reviewed with the Board the Ratification of Teleos Management Contract and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the Teleos Management Contract.

Consider Approval of Intergovernmental Agreement Concerning Allocation of Debt and Debt Mill Levy Authority with the Subdistrict. Mr. Pogue reviewed with the Board and recommended to table the discussion pursuant to other decisions below.

First Amendment to 2021 Funding and Reimbursement Agreement between the District and Rock Creek Development, Inc., and the Refunding of 2021 Note and Issuance of a new Subordinate Promissory Note to Rock Creek Development, Inc. for Operations and Maintenance Advances: Mr. Pogue reviewed with the Board the Funding and Reimbursement Agreement and the Refunding of 2021 Note and Issuance of a new Subordinate Promissory Note and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried it was

**RESOLVED** to approve the First Amendment to 2021 Funding and Reimbursement Agreement between the District and Rock Creek Development, Inc., and the Refunding of 2021 Note and Issuance of a new Subordinate Promissory Note to Rock Creek Development, Inc. for Operations and Maintenance Advances.

First Amendment to Improvement Acquisition and Reimbursement Agreement with Rock Creek Development, Inc.: Mr. Pogue reviewed with the Board the Improvement Acquisition and Reimbursement Agreement and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried it was

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	<p><b>RESOLVED</b> to approve the First Amendment to Improvement Acquisition and Reimbursement Agreement with Rock Creek Development, Inc.</p>
<p><u>CLAIMS PRESENTED FOR PAYMENT</u></p>	<p>Mr. Campbell presented the Check Detail Report dated November 26, 2020 through November 30, 2021 detailing payments to be ratified in the amount of \$73,037.67. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to ratify the Check Detail Report dated calendar year 2021 detailing payments to be ratified in the amount of \$73,037.67.</p>
<p><u>FINANCIAL REPORT</u></p>	<p>Mr. Campbell reviewed the September 30, 2021 unaudited Financial Statement with the Board and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to accept the September 30, 2021 unaudited financials as presented.</p>
<p><u>2022 PROPOSED BUDGET HEARING</u></p>	<p>Director Barnes opened the 2021 Budget Hearing for Coalton Metropolitan District. Mr. Campbell reported that notice of the budgets had been published in the Boulder Daily Camera in accordance with State budget law. Mr. Campbell reviewed the budget in detail, and answered questions pertaining to the mill levy and estimated revenues and expenditures. The District's budgets by fund are as follows:</p> <p>General Fund Expenditures \$77,728 Mill levy is 50.000 mills.</p> <p>There being no public input, the public hearing portion of the budget was closed. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried it was</p> <p><b>RESOLVED</b> to approve the Resolution to Adopt the 2022 budget, set the mill levy, appropriated budgeted funds upon final certification of value being received by the County of Boulder on or before December 15, 2021, and approve all other documents related to the 2021 budget. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed value.</p>
<p><u>DISTRICT MANAGER ITEMS</u></p>	<p><u>2021 O&amp;M Service Agreements</u>: Ms. Elliott reviewed with the Board the 2022 O&amp;M Service Agreements. Upon motion duly made by</p>

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	<p>of Debt and Debt Mill Levy and answered questions. Recommendation is to table until further notice.</p> <p><u>2022 Funding and Reimbursement Agreement between the District and Superior Shore Townhomes, LLC and Issuance of a 2022 Subordinate Note for Operational and Maintenance Advances:</u> Mr. Pogue reviewed with the Board the 2022 Funding and Reimbursement Agreement between the District and Superior Shore Townhomes, LLC and Issuance of a 2022 Subordinate Note for Operational and Maintenance Advances and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director Bennett, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the 2022 Funding and Reimbursement Agreement between the District and Superior Shore Townhomes, LLC and Issuance of a 2022 Subordinate Note for Operational and Maintenance Advances.</p> <p><u>Improvement Acquisition, Advance and Reimbursement Agreement with Superior Shore Townhomes, LLC and Issuance of Subordinate Note for Capital Costs:</u> Mr. Pogue reviewed with the Board the Improvement Acquisition, Advance and Reimbursement Agreement with Superior Shore Townhomes, LLC and Issuance of Subordinate Note for Capital Costs and answered questions. Recommendation is to table until further notice.</p>
<p><u>2021 AMENDED BUDGET HEARING</u></p>	<p>Director Barnes opened the 2021 Amended Budget Hearing for Coalton Metropolitan Subdistrict No. 1. Mr. Campbell reported that notice of the budget had been published in the Boulder Daily Camera in accordance with State budget law. Mr. Campbell reviewed the proposed amended budgets and answered questions. The 2021 budget is to be amended as follows:</p> <p>General Fund Expenditures: \$21,936</p> <p>There being no public input, the public hearing portion of the budget was closed. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley.</p> <p style="text-align: center;"><b>RESOLVED</b> to approved the Resolution to Adopt the Amended 2021 General Fund Budget for Coalton Metropolitan Subdistrict No. 1, and appropriated budgeted funds.</p>
<p><u>2022 PROPOSED BUDGET HEARING</u></p>	<p>Director Barnes opened the 2022 Budget Hearing for Coalton Metropolitan Subdistrict No. 1. Mr. Campbell reported that notice of</p>

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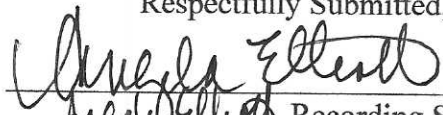
	<p>Director Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the following Contracts/Agreements as presented:</p> <ul style="list-style-type: none"> <li>i. BrightView for snow removal</li> <li>ii. A-1 Chip Seal for Autrey Drive repairs (if applicable in 2022)</li> <li>iii. Website to be tabled until December, 2022.</li> </ul>
	<p style="text-align: center;"><b>Adjourn as the Board of Directors for the Coalton Metropolitan District and Convene as the Board of Directors for Subdistrict No. 1 of the Coalton Metropolitan District.</b></p>
<p><u>MINUTES</u></p>	<p>The Board reviewed the minutes of the December 10, 2020 meeting. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the minutes of the December 10, 2020 meeting.</p>
<p><u>LEGAL ITEMS</u></p>	<p><u>2022 Annual Administrative Matters Resolution:</u> Mr. Pogue reviewed with the Board the 2022 Annual Administrative Matters Resolution and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the 2022 Annual Administrative Matters Resolution.</p> <p><u>2022 Meeting Resolution:</u> Mr. Pogue reviewed with the Board the 2022 Meeting Resolution and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approved the 2022 Meeting Resolution.</p> <p><u>Ratification of Teleos Management Contract:</u> Ms. Elliott reviewed with the Board the Ratification of Teleos Management Contract and answered questions. Upon motion duly made by Director G. Rohr, seconded by Director Bennett, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to ratify the Teleos Management Contract.</p> <p><u>Intergovernmental Agreement Concerning Allocation of Debt and Debt Mill Levy Authority with the District:</u> Mr. Pogue reviews with the Board the Intergovernmental Agreement Concerning Allocation</p>

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	<p>the budget had been published in the Boulder Daily Camera in accordance with State budget law. Mr. Campbell reviewed the budget in detail, and answered questions pertaining to the mill levy and estimated revenues and expenditures. The District's budget by fund are as follows:</p> <p>General Fund Expenditures \$85,392 Mill levy is 33.600 mills.</p> <p>There being no public input, the public hearing portion of the budget was closed. A motion to approve the 2022 Budget as presented including the adoption of operations and maintenance fee resolution establishing a monthly charge of \$77 and a one-time fee of \$800 payable at closing by the homeowner. Resolution acknowledging passing through city water and related cost to individual owners. Upon motion duly made by Director G. Rohr, seconded by Director Bennett, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to approve the Resolution to Adopt the 2022 budget, set the mill levy, appropriate budgeted funds upon final certification of value being received by the County of Boulder on or before December 15, 2021, and approve all other documents related to the 2022 budget. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed value.</p>
<p><u>DISTRICT MANAGER ITEMS</u></p>	<p><u>2022 O&amp;M Service Agreements</u>: Ms. Elliott discussed she had not received final O&amp;M Agreements. Mr. Chomiak noted that the snow and landscape contracts will be between KUH and BrightView.</p> <ul style="list-style-type: none"> <li>i. BrightView for snow removal</li> <li>ii. BrightView for landscape maintenance</li> <li>iii. Website to be tabled until December, 2022.</li> </ul>
<p><u>ADJOURNMENT</u></p>	<p>There being no further business to come before the Board, the meetings adjourned at 3:46 p.m.</p>

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

Respectfully Submitted,

  
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 Recording Secretary

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### MINUTES OF THE SPECIAL MEETING OF COALTON METROPOLITAN DISTRICT AND SUBDISTRICT NO. 1 OF THE COALTON METROPOLITAN DISTRICT

HELD  
April 27, 2022

The Board of Directors of Coalton Metropolitan District and the Board of Directors of Subdistrict No. 1 of the Coalton Metropolitan District held a special meeting, open to the public, via videoconference, at 2:00 p.m. Notice of the meeting has been posted on the District's website.

<u>ATTENDANCE</u>	<p><u>Directors in Attendance:</u> Kristopher Barnes Gary Rohr James O'Malley Karen Bennett Jack Rohr</p> <p><u>Also, in Attendance:</u> Alan Pogue, Esq., Deborah Early, Esq., Icenogle Seaver Pogue, P.C.; Brendan Campbell and Traci Kaminski, Pinnacle Consulting Group, Inc.; Scott Chomiak, KUH; Angela Elliott and Cathy Baldwin, Teleos Management Services.</p>
<u>CALL MEETING TO ORDER</u>	The meetings of the District and Subdistrict were called to order by Director Barnes at 2:06 p.m., noting that a quorum was present. Each of the Directors confirmed their qualifications to service on the Boards of the District and Subdistrict.
<u>MEETING NOTICE</u>	Ms. Elliott noted that Notice of the Special Board Meeting had been properly posted on the District and Subdistrict's joint website. The notice also included the agenda items.
<u>CONFLICT OF INTEREST DISCLOSURE</u>	Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's office and with the District's Board. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the

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	<p>participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.</p>
<u>AGENDA</u>	<p>The Boards considered the Agenda. Upon motion duly made by Director Gary Rohr, seconded by Director Bennett, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the agenda, as presented.</p>
<u>PUBLIC COMMENT</u>	None
	<b>Convene as the Board of Directors of the Coalton Metropolitan District</b>
<u>MINUTES</u>	<p>The Board reviewed the minutes of the December 2, 2021 meeting. Upon motion duly made by Director Bennett, seconded by Director Gary Rohr, and upon vote, unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the minutes of the December 2, 2021 meeting.</p>
<u>LEGAL ITEMS</u>	<p><u>Consideration and Approval of Amended and Restated Improvement Acquisition and Reimbursement Agreement Between Coalton Metropolitan District and Rock Creek Development, Inc.:</u> Ms. Early reviewed with the Board the Agreement and answered questions. Upon motion duly made by Director Gary Rohr, seconded by Director O'Malley, and upon vote unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the Amended and Restated Improvement Acquisition and Reimbursement Agreement Between Coalton Metropolitan District and Rock Creek Development, Inc.</p> <p><u>Consideration and Approval of Intergovernmental Agreement between the District and Subdistrict No. 1 of Coalton Metropolitan District Concerning Allocation of Debt Authorization and Mill Levy:</u> Ms. Early reviewed with the Board the Agreement and answered questions. Upon motion duly made by Director O'Malley, seconded by Director Gary Rohr, and upon vote unanimously carried, it was</p> <p style="text-align: center;"><b>RESOLVED</b> to approve the Intergovernmental Agreement between the District and Subdistrict No. 1 of Coalton Metropolitan District Concerning Allocation of Debt Authorization and Mill Levy.</p>
<u>CLAIMS PRESENTED FOR PAYMENT</u>	<p>Mr. Campbell presented the Check Detail Report dated December 1, 2021 through April 20, 2022 detailing payments to be ratified in the amount of \$29,346.78. Upon motion duly made by Director Bennett, seconded by Director Gary Rohr, and upon vote, unanimously carried, it was</p>

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	<p><b>RESOLVED</b> to ratify the Check Detail Report dated December 1, 2021 through April 20, 2022 detailing payments to be ratified in the amount of \$29,346.78.</p>
<u>FINANCIAL REPORT</u>	<p>Mr. Campbell reviewed the December 31, 2020 through December 31, 2021 unaudited Financial Statement with the Board and answered questions. Upon motion duly made by Director Bennett, seconded by Director Gary Rohr, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to accept the December 31, 2020 through December 31, 2021 unaudited financials as presented.</p>
<u>AUDIT EXEMPTION RATIFICATION</u>	<p>Mr. Campbell reviewed the Exemption for Audit dated December 31, 2021 with the Board and answered questions. Upon motion duly made by Director Bennett, seconded by Director Gary Rohr, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to approve the Exemption for Audit dated December 31, 2021.</p>
<u>DISTRICT MANAGER ITEMS</u>	<p>Nothing to report.</p>
	<p><b>Adjourn as the Board of Directors for the Coalton Metropolitan District and Convene as the Board of Directors for Subdistrict No. 1 of the Coalton Metropolitan District.</b></p>
<u>MINUTES</u>	<p>The Board reviewed the minutes of the December 2, 2021 meeting. Upon motion duly made by Director Gary Rohr, seconded by Director Bennett, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to approve the minutes of the December 2, 2021 meeting.</p>
<u>LEGAL ITEMS</u>	<p><u>Consideration and Approval of Improvement Acquisition and Reimbursement Agreement Between Subdistrict and Superior Shores Townhomes, LLC:</u> Ms. Early reviewed with the Board the Agreement and answered questions. Upon motion duly made by Director Gary Rohr, seconded by Director O'Malley, and upon vote unanimously carried, it was</p> <p><b>RESOLVED</b> to approve the Improvement Acquisition and Reimbursement Agreement Between Subdistrict and Superior Shores Townhomes, LLC.</p> <p><u>Consideration and Approval of Intergovernmental Agreement between Coalton Metropolitan District and the Subdistrict Concerning Allocation of Debt Authorization and Mill Levy:</u> Ms. Early reviewed with the Board the Agreement and answered questions. Upon motion</p>



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duly made by Director Gary Rohr, seconded by Director Bennett, and upon vote unanimously carried, it was

**RESOLVED** to approve the Intergovernmental Agreement between Coalton Metropolitan District and the Subdistrict Concerning Allocation of Debt Authorization and Mill Levy.

Consideration and Ratification of Capital Fee Resolution: Ms. Early reviewed with the Board the Ratification of the Capital Fee and answered questions. Upon motion duly made by Director Gary Rohr, seconded by Director O'Malley, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the Capital Fee.

Consideration and Ratification of Grounds Maintenance Fee Resolution: Ms. Early reviewed with the Board the Ratification of Grounds Maintenance Fee and answered questions. Upon motion duly made by Director Gary Rohr, seconded by Director Bennett, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the Grounds Maintenance Fee.

Consideration and Ratification of Utility Fee Resolution: Ms. Early reviewed with the Board the Ratification of Utility Fee and answered questions. Upon motion duly made by Director Bennett, seconded by Director Gary Rohr, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the Utility Fee.

Consideration and Approval of Resolution Regarding Public Use Rules: Mr. Pogue reviewed with the Board the Public Use Rules and answered questions. Upon motion duly made by Director Bennett, seconded by Director Gary Rohr, and upon vote unanimously carried, it was

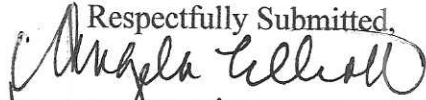
**RESOLVED** to approve the Public Use Rules.

Consideration and Acceptance of Future Conveyance of Tracts R1, R2, P1, P2, P3, P4, P5, P6 and P7 via Quitclaim Deed from Superior Shores Townhomes LLC: Ms. Early reviewed with the Board the Future Conveyance of Tracts R1, R2, P1, P2, P3, P4, P5, P6, and P7 via Quit claim Deed from Superior Shores Townhomes LLC and answered questions. Upon motion duly made by Director Gary Rohr,

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	<p>seconded by Director Bennett, and upon vote unanimously carried, it was</p> <p><b>RESOLVED</b> to accept the Future Conveyance of Tracts R1, R2, P1, P2, P3, P4, P5, P6 and P7 via Quitclaim Deed from Superior Shores Townhomes LLC.</p> <p><u>Consideration and Approval of Temporary Construction Easement Granted to Superior Shores Townhomes, LLC:</u> Ms. Early reviewed with the Board the Easement Agreement and answered questions. Upon motion duly made by Director Barnes, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to approve the Temporary Construction Easement Granted to Superior Shores Townhomes, LLC.</p> <p><u>Consideration and Approval of Easement Agreement Granted to Subdistrict:</u> Mr. Pogue reviewed with the Board the Easement Agreement and answered questions. Upon motion duly made by Director Barnes, seconded by Director O'Malley, and upon vote, unanimously carried, it was</p> <p><b>RESOLVED</b> to approve the Easement Agreement Granted to Subdistrict.</p>
<u>DISTRICT MANAGER ITEMS</u>	Nothing to report.
<u>ADJOURNMENT</u>	There being no further business to come before the Board, the meetings adjourned at 2:55 p.m.

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

Respectfully Submitted,  
  
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 Angela Elliott Recording Secretary