

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICT NOS. 1, 2 AND 3 HELD JUNE 23, 2023

A Regular Meeting of the Boards of Directors (the “Boards”) of the Roam Metropolitan District Nos. 1, 2 and 3 (referred to hereafter as “District No. 1,” “District No. 2” and “District No. 3,” and collectively, the “Districts”) was duly held on Friday, the 23rd day of June, 2023, at 11:00 a.m. This District Board meeting was held via Zoom at <https://us02web.zoom.us/j/83015456087?pwd=VEFuekdYk1LQ1F1ZWlHbDNKytRQT09>; Meeting ID 830 1545 6087; Passcode: 708751. The meeting was open to the public.

Directors In Attendance Were:

Jolene Larson
Robert Cyman
Robert Klane
Brian Ripley
Blake Johnson

Also In Attendance Was:

Jim Ruthven; Special District Management Services, Inc. (“SDMS”)

Alan Pogue, Esq. and Alexandra Mejia, Esq.; Icenogle Seaver Pogue, P.C.

Cody Conry and Brandon Collins; Independent District Engineering Services, LLC (“IDES”)

Krystyn Gay; Allegiant Management

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Pogue discussed the requirements of Colorado law to disclose any potential conflicts of interest of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors. There were no new conflicts.

COMBINED

The Boards of the Districts determined to hold joint meetings of the Districts and to

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prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these Minutes shall be deemed to be action of all of the Districts. Where necessary, action taken by an individual District will be so reflected in these Minutes.

ADMINISTRATIVE MATTERS

May 2, 2023 Election Results: Mr. Ruthven noted for the Boards that the May 2, 2023 Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Boards. Directors Klane and Ripley were each deemed elected to 4-year terms ending in May, 2027 for District No. 1, District No. 2 and District No. 3.

Appointment of Officers: The Boards entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Larson, seconded by Director Klane and, upon vote, unanimously carried, the following slate of officers was appointed to District No. 1, District No. 2, and District No. 3, respectively:

President	Blake Johnson
Treasurer	Jolene Larson
Secretary	Robert Cyman
Assistant Secretary	Robert Klane
Assistant Secretary	Brian Ripley

2023 SDA Conference: Mr. Ruthven discussed the 2023 SDA Conference with the Board in Keystone on September 12, 13, and 14, 2023.

Consent Agenda: The Boards considered the following items on the Consent Agenda:

- Approve the Minutes of the March 24, 2023 (as continued) and the May 12, 2023 Meetings.

Following discussion, upon motion duly made by Director Ripley, seconded by Director Larson, and upon vote, unanimously carried, the Boards approved the above Consent Agenda items/actions.

PUBLIC COMMENT

There were no public comments at this time.

FINANCIAL

Claims: The Board of District No. 1 considered ratifying the approval of the

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payment of claims through the periods ending as follows:

Fund	Period Ending April 30, 2023	Period Ending May 31, 2023	Period Ending June 30, 2023
General	\$ 13,716.41	\$ 11,345.07	\$ 10,929.30
Debt	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ 14,071.16	\$ 28,885.93
Total	\$ 13,716.41	\$ 25,416.23	\$ 39,815.23

Following discussion, upon motion duly made by Director Klane, seconded by Director Ripley, and upon vote, unanimously carried, the Board of District No. 1 ratified approval of the payment of claims, as presented.

Unaudited Financial Statements: The District No. 1 Board reviewed the unaudited financial statements through the period ending March 31, 2023 and Schedule of Cash Position as of March 31, 2023 for District No. 1.

Following review, upon motion duly made by Director Larson, seconded by Director Ripley, and upon vote, unanimously carried, the District No. 1 Board approved the unaudited financial statements through the period ending March 31, 2023 and Schedule of Cash Position as of March 31, 2023 for District No. 1, as presented.

LEGAL MATTERS

There were no legal matters at this time.

CAPITAL PROJECTS/ OPERATIONS AND MAINTENANCE MATTERS

Roam Filing 3 Cabins Phase 2: Mr. Conry provided an update to the Boards on the Roam Filing 3 Cabins Phase 2.

Task Order No. 6 from IDES: The District No. 1 Board discussed Task Order No. 6 from IDES for construction management services for District No. 1.

Following review, upon motion duly made by Director Larson, seconded by Director Ripley, and upon vote, unanimously carried, the District No. 1 Board approved Task Order No. 6 from IDES for construction management services for District No. 1.

Filing 2, Cabins Phase 1 Change Order No. 2: The District No. 1 Board discussed Filing 2, Cabins Phase 1 Change Order No. 2 in the amount of \$18,536.00 Peter Van Dusen Project Management & Design, LLC work order W02023-01 in the amount of \$16,000; Vogel & Associates, LLC W02023-01 in the amount of \$55,695.

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Following review, upon motion duly made by Director Larson, seconded by Director Johnson, and upon vote, unanimously carried, the District No. 1 Board approved the Filing 2, Cabins Phase 1 Change Order No. 2 for \$18,536.00 Peter Van Dusen Project Management & Design, LLC work order W02023-01; \$16,000 Vogel & Associates, LLC W02023-01 \$55,695.

Temporary Construction Easement Agreement Between District No. 1 and Fraser River Development Co., LLC: The District No. 1 Board reviewed the Temporary Construction Easement Agreement Between District No. 1 and Fraser River Development Co., LLC.

Following review, upon motion duly made by Director Ripley, seconded by Director Larson, and upon vote, unanimously carried, the District No. 1 Board ratified approval of the Temporary Easement Agreement Between District No. 1 and Fraser River Development Co., LLC.

OTHER BUSINESS

There was no other business at this time.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Larson, seconded by Director Ripley and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By Robert Cyman
Secretary for the Meeting