

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 24, 2022

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 Tuesday, the 24th day of June, 2022, at 11:00 a.m. This District Board meeting was held via Zoom at <https://us02web.zoom.us/j/82157618409?pwd=dIB4Nmh2clR4MlVhK3B3cXhpJsdz09>; Phone: 1 (253) 215-8782; Meeting ID: 821 5761 8409; Passcode: 507276. The meeting was open to the public.

Directors In Attendance Were:

Jolene Larson
Robert Cyman

Also In Attendance Was:

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

Shannon Johnson, Esq.; Icenogle Seaver Pogue, P.C.

Kim Fiore; Independent District Engineering Services, LLC (“IDES”)

Bob Fanch and Blake Johnson; Fraser River Development Co LLC

Jeff Fransen and Suzanah MacLeod; Allegiant Management

Brian Ripley and Robert Klane; Board Candidates

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Johnson discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty 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 Johnson that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors. There were no new conflicts.

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COMBINED MEETING

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

Agenda: Mr. Ruthven reviewed with the Boards a proposed Agenda for the Districts' Regular Meeting, as amended to move Agenda Item I.F before Item E.E.

Following discussion, upon motion duly made by Director Larson, seconded by Director Cyman, and upon vote unanimously carried, the Agenda for the Districts' Regular Meeting was approved, as amended.

Minutes: The Boards reviewed the Minutes of the March 25, 2022 Regular Meeting and April 19, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Larson, seconded by Director Cyman, and upon vote unanimously carried, the Boards approved the Minutes of the March 25, 2022 Regular Meeting and April 19, 2022 Special Meeting.

2022 SDA Conference: Mr. Ruthven discussed the SDA Conference with the Board and noted the information concerning the details of the conference will be emailed to them once the information is available.

Appointment of Directors: The Boards considered the appointment of Brian Ripley, Blake Johnson, and Robert Klane to fill the vacancies on the Boards of District No. 1, District No. 2, and District No. 3.

Following discussion, upon motion duly made by Director Larson, seconded by Director Cyman and, upon vote, unanimously carried, Brian Ripley, Blake Johnson, and Robert Klane were appointed to fill the vacancies on the Boards of District No. 1, District No. 2, and District No. 3 for the following terms:

Brian Ripley: May 2023

Blake Johnson: May 2025 (with election in 2023 to fill the remaining unexpired portion of the term)

Robert Klane: May 2023

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

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Following discussion, upon motion duly made by Director Larson, seconded by Director Cyman 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

PUBLIC COMMENT

There were no public comments at this time.

FINANCIAL MATTERS

Claims: The Board of District No. 1 considered ratifying the approval of the payment of claims through the periods ending as follows:

Fund	Period Ending April 30, 2022	Special Payment April 20, 2022	Period Ending May 31, 2022	Period Ending June 30, 2022
General	\$ 11,358.79	\$ -0-	\$ 6,922.30	\$ 4,939.34
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 2,995.00	\$ 13,181.25	\$ 5,220.00	\$ 925.00
Total	\$ 14,353.79	\$ 13,181.25	\$ 12,142.30	\$ 5,864.34

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

Financial Statements: Mr. Ruthven reviewed with the Board the unaudited financial statements through the period ending March 31, 2022 and Schedule of Cash Position as of March 31, 2022 for District No. 1.

Following review, upon motion duly made by Director Larson, seconded by Director Cyman, and upon vote, unanimously carried, the Board approved the unaudited financial statements through the period ending March 31, 2022 and Schedule of Cash Position as of March 31, 2022 for District No. 1, as presented.

LEGAL MATTERS

There were no legal matters at this time.

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**CAPITAL
PROJECTS/
OPERATIONS AND
MAINTENANCE
MATTERS**

Proposals for Trash Collection: Mr. Fransen presented and discussed with the Boards the two preliminary proposals for trash collection. The Board directed Attorney Johnson to publish a formal Request for Proposals in the *Middle Park Times* and the Board will meet after July 30, 2022 to consider the proposals.

OTHER BUSINESS

None.

ADJOURNMENT

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

Respectfully submitted,

By Robert Cyman
Secretary for the Meeting