

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 28, 2024

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 28th day of June, 2024, at 11:00 a.m. This District Board meeting was held via Zoom at: <https://us02web.zoom.us/j/83015456087?pwd=VEFuekdKyk1LQ1F1ZWlHbDNKytRQT09> ; Meeting ID 830 1545 6087; Passcode: 708751. The meeting was open to the public.

Directors In Attendance Were:

Blake Johnson
Jolene Larson
Robert Klane
Brian Ripley

Also In Attendance Was:

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

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

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

Krystyn Gay; Allegiant Management LLC

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Johnson 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 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 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 reflected in these Minutes.

ADMINISTRATIVE MATTERS

Quorum/Confirmation of Meeting Location/Posting of Notice: Mr. Ruthven confirmed the presence of a quorum.

Agenda: Mr. Ruthven distributed a proposed Agenda for the Districts' Regular Meeting for the Boards' review and approval.

Following discussion, upon motion duly made by Director Larson, seconded by Director Johnson and, upon vote, unanimously carried, the Agenda was approved as amended to include the consideration of Mountain States Snowcats Change Order No. 3, and the absence of Director Cyman was excused.

Minutes: The Boards reviewed the Minutes of the May 24, 2024 Regular meeting.

Following discussion, upon motion duly made by Director Ripley, seconded by Director Larson and, upon vote, unanimously carried, the Boards approved the Minutes of the May 24, 2024 Regular meeting.

IDES Work Order No. 7 (District No. 1): Mr. Conry discussed with District No. 1 Board the IDES Work Order No. 7.

Following discussion, upon motion duly made by Director Larson, seconded by Director Johnson and, upon vote, unanimously carried, the District No. 1 Board approved the IDES Work Order No. 7.

WSB Work Order No. 1 (District No. 1): The District No. 1 Board discussed the WSB Work Order No. 1.

Following discussion, upon motion duly made by Director Larson, seconded by Director Johnson and, upon vote, unanimously carried, the District No. 1 Board approved the WSB Work Order No. 1.

PUBLIC COMMENT

There were no public comments at this time.

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LEGAL MATTERS

Status of Residential and Commercial Inclusions: Attorney Johnson reported to the Boards the status of the residential and commercial inclusions for District No. 1 and District No. 2.

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 June 30, 2024
General	\$ 11,392.00
Debt	\$ -0-
Capital Projects	\$ 50,710.37
Total	\$ 62,102.37

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

District Expenditure Verification Report and Pay Applications (District No. 1): Mr. Conry presented to the District No. 1 Board the District Expenditure Verification Report and Pay Applications.

Following review, upon motion duly made by Director Johnson, seconded by Director Klane, and upon vote, unanimously carried, the District No. 1 Board approved the District Expenditure Verification Report and approved Pay Applications therein.

Requisition Nos. 11 & 12 (District No. 2): The Board of District No. 2 reviewed Requisition No. 11 and costs to be set forth in Requisition No. 12.

Following review, upon motion duly made by Director Larson, seconded by Director Johnson, and upon vote, unanimously carried, the Board of District No. 2 ratified approval of Requisition No. 11 and approved Requisition No. 12.

Cost Certification No. 12 (District No. 1): The District No. 1 Board discussed Cost Certification No. 12.

Following review, upon motion duly made by Director Johnson, seconded by Director Klane, and upon vote, unanimously carried, the Board of District No. 1 ratified approval of Cost Certification No. 12.

CAPITAL PROJECTS/

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

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OPERATIONS AND MAINTENANCE MATTERS

Beaver's Lodge Community Center: Mr. Conry provided an update to the Boards regarding the Beaver's Lodge Community Center. The District No. 1 Board discussed preliminary design and value engineering matters related to the same.

Mountain States Snowcats Change Order No. 2 and Change Order No. 3 (District No. 1): The District No. 1 Board reviewed the Mountain States Snowcats Change Order No. 2 and Change Order No. 3.

Following review, upon motion duly made by Director Johnson, seconded by Director Ripley, and upon vote, unanimously carried, the District No. 1 Board approved Change Order No. 2.

Following review, upon motion duly made by Director Johnson, seconded by Director Klane, and upon vote, unanimously carried, the District No. 1 Board approved Change Order No. 3.

OTHER BUSINESS

Master Services Agreement for PA 9 and 10: Attorney Pogue updated the Board regarding the Amendment to the Public Improvement Escrow Agreement. It was noted that it would be available for review and approval at the July Board Meeting.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Ripley, seconded by Director Klane and, upon vote, unanimously carried, the meeting was adjourned at 11:44 a.m.

Respectfully submitted,

By Robert Cyman
Secretary for the Meeting