

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICT NOS. 1, 2 AND 3 HELD AUGUST 25, 2023

A Special 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 25<sup>th</sup> day of August, 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.

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#### **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”)

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

Cody Conry and Chase Hanusa; Independent District Engineering Services, LLC (“IDES”)

Krystyn Gay; Allegiant Management

#### **DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST**

Attorney Mejia 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 Mejia 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 so reflected in these Minutes.

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### **ADMINISTRATIVE MATTERS**

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

- Approve the Minutes of the June 23, 2023 Regular Meeting.

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

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### **PUBLIC COMMENT**

There were no public comments at this time.

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### **LEGAL MATTERS**

There were no legal matters at this time.

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### **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 July 31, 2023
General	\$ 9,928.74
Debt	\$ -0-
Capital Projects	\$ 14,148.18
<b>Total</b>	<b>\$ 24,076.92</b>

Following discussion, upon motion duly made by Director Ripley, seconded by Director Johnson, 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 June 30, 2023 and Schedule of Cash Position as of June 30, 2023 for District No. 1.

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

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approved the unaudited financial statements through the period ending June 30, 2023 and Schedule of Cash Position as of June 30, 2023 for District No. 1, as presented.

### **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.

**Cabins Phase 1 Application for Payment No. 4 from Mountain States Snowcats for District No. 1:** The District No. 1 Board reviewed the Cabins Phase 1 Application for Payment No. 4 from Mountain States Snowcats for District No. 1.

Following review, upon motion duly made by Director Ripley, seconded by Director Klane, and upon vote, unanimously carried, the District No. 1 Board ratified approval of Cabins Phase 1 Application for Payment No. 4 from Mountain States Snowcats for District 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.

Following review, upon motion duly made by Director Johnson, seconded by Director Ripley, 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.

**Work Order No. 2 from Kumar & Associates, Inc. for District No. 1:** The District No. 1 Board reviewed Work Order No. 2 from Kumar & Associates, Inc. for District No. 1.

Following review, upon motion duly made by Director Klane, seconded by Director Johnson, and upon vote, unanimously carried, the District No. 1 Board ratified approval of Work Order No. 2 from Kumar & Associates, Inc. for District No. 1.

**Work Order No. 2 from Aztec Consultants, Inc. for District No. 1:** The District No. 1 Board reviewed Work Order No. 2 from Aztec Consultants, Inc. for District No. 1.

Following review, upon motion duly made by Director Ripley, seconded by Director Klane, and upon vote, unanimously carried, the District No. 1 Board ratified approval of Work Order No. 2 from Aztec Consultants, Inc. for District No. 1.

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### OTHER BUSINESS

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There was no other business at this time.  
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### 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.

Respectfully submitted,

By Robert Cyman  
Secretary for the Meeting