

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICT NOS. 1, 2 AND 3 HELD SEPTEMBER 17, 2020

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 Thursday, the 17th day of September, 2020, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person. The meeting was open to the public via conference call.

Directors In Attendance Were:

Melinda Besse
Suzanne Fanch
Jolene Larson

Also In Attendance Was:

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

Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.

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

Chip Besse and Bob Fanch; Fraser River Development Co LLC

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Attorney Pogue 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 Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors. There were no new conflicts.

RECORD OF PROCEEDINGS

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' Special Meeting.

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

Minutes: The Boards reviewed the Minutes of the June 26, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Besse, seconded by Director Fanch and, upon vote unanimously carried, the Boards approved the Minutes of the June 26, 2020 Special Meeting.

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 July 17, 2020	Period Ending Aug. 11, 2020
General	\$ 9,060.55	\$ 7,123.63
Debt	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-
Total	\$ 9,060.55	\$ 7,123.63

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

Application for Exemption from 2018 Audit for District No. 3: Mr. Ruthven noted that he will resend signature page to Director Fanch for execution and she will return by mail.

RECORD OF PROCEEDINGS

LEGAL MATTERS

Mill Levies: The Board discussed the various options in setting the 2021 mill levy and the related pros and cons associated with the same. It was noted that Mr. Ruthven will work with Mr. Besse in preparing the 2021 draft budget.

Town Surety/ Escrow Option: Attorney Pogue discussed with the Board the benefits of establishing an escrow account as opposed to a surety bond to secure project completion. He noted that he is still discussing his proposal with the Town which has not yet approved his proposal.

CAPITAL PROJECTS

Cost Certificate Report No. 3: Ms. Fiore presented the District No. 1 Board the Cost Certificate Report No. 3 prepared by Independent District Engineering Services (“IDES”), in the amount of \$1,357,539.83.

Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board of District No. 1 approved Cost Certification No. 3 prepared by IDES, in the amount of \$1,357,539.83.

Work Order No. 2 to the Master Service Agreement (“MSA”) dated September 9, 2020 with IDES: The Board discussed Work Order No. 2 to the MSA, dated September 9, 2020 with IDES.

Following discussion, upon motion duly made by Director Fanch, seconded by Director Larson and, upon vote, unanimously carried, the Board approved Work Order No. 2 to the MSA, dated September 9, 2020 with IDES.

Park and Pedestrian Bridge Construction: It was noted that Mr. Besse cannot start on the bridge until the Town decides the location of the trail. The Town has applied for a grant from the State to build the trail and park construction is expected to begin early summer 2021.

OTHER BUSINESS

September 25, 2020 Regular Meeting: The Board discussed cancelling the September 25, 2020 regular meeting.

Following discussion, upon motion duly made by Director Larson, seconded by Director Fanch and, upon vote, unanimously carried, the Board determined to cancel the regular meeting scheduled for September 25, 2020.

Mr. Ruthven reminded the Board that the next Board meeting would take place on December 1, 2020 at 9:00 a.m. and include the 2021 budget hearing.

RECORD OF PROCEEDINGS

ADJOURNMENT

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

Respectfully submitted,

By Jolene Larson
Secretary for the Meeting

TITLE	Roam MD Nos. 1-3, Adopted and Approved Documents
FILE NAME	Annual Admi...(ROAM1).pdf and 6 others
DOCUMENT ID	4d7abd0d48482c6563c20250a4e2bc068bd229a7
AUDIT TRAIL DATE FORMAT	MM / DD / YYYY
STATUS	● Completed

Document History



SENT

02 / 24 / 2021
 22:59:20 UTC

Sent for signature to Melinda Besse (mgbesse@gmail.com) and Jolene Larson (jl Larson@devilsthumbranch.com) from apadilla@sdmsi.com
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VIEWED

02 / 24 / 2021
 23:38:26 UTC

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SIGNED

02 / 24 / 2021
 23:40:00 UTC

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VIEWED

02 / 26 / 2021
 17:53:38 UTC

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SIGNED

02 / 26 / 2021
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02 / 26 / 2021
 17:54:01 UTC

The document has been completed.