

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICT NOS. 1, 2 AND 3 HELD DECEMBER 3, 2019

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 Tuesday, the 3rd day of December, 2019, at 9:00 a.m., at the Green Spaces Location in Winter Park, 78311 U.S. Highway 40, Building G, Winter Park, Colorado 80482. The meeting was open to the public.

Directors In Attendance Were:

Eric Mason

Melinda Besse (via speakerphone)

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the absence of Director Fanch was excused.

Also In Attendance Was:

Lisa A. Johnson and Jim Ruthven; Special District Management Services, Inc. (“SDMS”)

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

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

Chip Besse; Fraser River Development Co LLC (via speakerphone)

**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

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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 (“Districts”). Where necessary, action taken by an individual District will be so reflected in these Minutes.

ADMINISTRATIVE MATTERS

Agenda: Ms. Johnson reviewed with the Boards a proposed Agenda for the Districts’ Special Meeting.

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

Minutes: The Boards reviewed the Minutes of the September 12, 2019 Special Meeting.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote unanimously carried, the Boards approved the Minutes of the September 12, 2019 Special Meeting.

Resolution No. 2019-12-01; Establishing Regular 2020 Meeting Dates, Time and Location, Establishing District Website, and Designating 24-Hour Posting Location of Notices (“Resolution No. 2019-12-01”): The Board discussed the Resolution No. 2019-12-01.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted the Meeting Resolution.

Resolution No. 2019-12-02; 2020 Annual Administrative Matters: The Board reviewed Resolution No. 2019-12-02; 2020 Annual Administrative Matters.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted the Resolution No. 2019-12-01. The Board determined these meetings to be held March 27, June 26, September 25, 2020 at 11:00 a.m. and December 1, 2020 at 9:00 a.m. at the Green Spaces Location in Winter Park, 79311 U.S. Highway 40, Building G, Winter Park, Colorado 80482.

PUBLIC COMMENT

None

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FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims through the periods ending as follows:

Fund	Period Ending Nov. 30, 2019
General	\$ 14,362.77
Debt	\$ -0-
Capital	\$ -0-
Total	\$ 14,362.77

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

2020 Budget Hearing (District No. 1): The President opened the public hearing to consider the proposed 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2020 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing.

No public comments were received and the public hearing was closed.

Mr. Ruthven reviewed the estimated 2019 expenditures and the proposed 2020 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2019-12-03 to Adopt the 2020 Budget and Appropriate Sums of Money and Set Mill Levies at 0.000 mills. Upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, Resolution No. 2019-12-03 was adopted, as discussed, and execution of the Certification of Budget was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2019. The District Accountant was directed to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2020. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

2020 Budget Hearing (District No. 2): The President opened the public hearing to consider the proposed 2020 Budget and discuss related issues.

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It was noted that publication of Notice stating that the Board would consider adoption of the 2020 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing.

No public comments were received and the public hearing was closed.

Mr. Ruthven reviewed the estimated 2019 expenditures and the proposed 2020 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2019-12-03 to Adopt the 2020 Budget and Appropriate Sums of Money and Set Mill Levies at 0.000 mills. Upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, Resolution No. 2019-12-03 was adopted, as discussed, and execution of the Certification of Budget was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2019. The District Accountant was directed to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2020. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

2020 Budget Hearing (District No. 3): The President opened the public hearing to consider the proposed 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2020 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing.

No public comments were received and the public hearing was closed.

Mr. Ruthven reviewed the estimated 2019 expenditures and the proposed 2020 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2019-12-03 to Adopt the 2020 Budget and Appropriate Sums of Money and Set Mill Levies at 0.000 mills. Upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, Resolution No. 2019-12-03 was adopted, as discussed, and execution of the Certification of Budget was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2019. The District Accountant was directed to

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transmit the Certification of Budget to the Division of Local Government not later than January 30, 2020. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

LEGAL MATTERS

Resolution to Call the May 5, 2020 Regular Special District Election: Attorney Pogue presented to the Board Resolution No. 2019-12-04; to Call the May 5, 2020 Regular Special District Election for Directors, appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. The Self Nomination Form will be provided to the HOA.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-12-04; to Call the May 5, 2020 Regular Special District Election, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. The Board determined Stacie Pacheco as DEO. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Resolution No. 2019-12-05; A Resolution Approving the 2020 Funding and Reimbursement Agreement between the District and Fraser River Development Co., LLC (“FRD”) and in Connection therewith, Authorizing the Refunding of an Existing Subordinate Promissory Note and the Issuance of a New Subordinate Promissory Note to Evidence the District’s Reimbursement Obligation to Rock Creek Development, Inc.: Attorney Pogue presented to the Board Resolution No. 2019-12-05; Approving the 2020 Funding and Reimbursement Agreement between the District and FRD and in Connection therewith, Authorizing the Refunding of an Existing Subordinate Promissory Note and the Issuance of a New Subordinate Promissory Note to Evidence the District’s Reimbursement Obligation to Rock Creek Development, Inc.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-12-05; Approving the 2020 Funding and Reimbursement Agreement between the District and FRD and in Connection therewith, Authorizing the Refunding of an Existing Subordinate Promissory Note and the Issuance of a New Subordinate Promissory Note to Evidence the District's Reimbursement Obligation to Rock Creek Development, Inc. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Resolution No. 2019-12-06; Consenting to the Enforcement of Covenants and Provision of Design Review Services by Roam Metropolitan District No. 1:

Attorney Pogue presented to the Board Resolution No. 2019-12-06; Consenting to the Enforcement of Covenants and Provision of Design Review Services by Roam Metropolitan District No. 1.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-12-06; Consenting to the Enforcement of Covenants and Provision of Design Review Services by Roam Metropolitan District No. 1. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Resolution No. 2019-12-07 (District No. 1); Providing for the Imposition of a Recreation Center Maintenance Fee: Attorney Pogue presented to the Board Resolution No. 2019-12-07; Providing for the Imposition of a Recreation Center Maintenance Fee. Attorney Pogue noted the fee will be \$0 in 2020.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-12-07; Providing for the Imposition of a Recreation Center Maintenance Fee. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Resolution No. 2019-12-06 (District No. 2); Providing for the Imposition of a Recreation Center Maintenance Fee: Attorney Pogue presented to the Board Resolution No. 2019-12-06; Providing for the Imposition of a Recreation Center Maintenance Fee. Attorney Pogue noted the fee will be \$0 in 2020.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-12-06; Providing for the Imposition of a Recreation Center Maintenance Fee. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

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Resolution No. 2019-12-06 (District No. 3); Providing for the Imposition of a Recreation Center Maintenance Fee: Attorney Pogue presented to the Board Resolution No. 2019-12-06; Providing for the Imposition of a Recreation Center Maintenance Fee. Attorney Pogue noted the fee will be \$0 in 2020.

Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-12-06; Providing for the Imposition of a Recreation Center Maintenance Fee. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

CAPITAL PROJECTS

Cost Certificate Report No. 1: Ms. Fiore presented the Board the Draft Cost Certificate Report No. 1, in the amount of \$1,768,627.12. No action was taken by the Board at this time.


OTHER BUSINESS

December 27, 2019 Regular Meeting: Following discussion, the Board determined to cancel the December 27, 2019 regular meeting.

ADJOURNMENT

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

Respectfully submitted,

By 
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
 IP: 50.78.200.153



VIEWED

02 / 24 / 2021
 23:38:26 UTC

Viewed by Jolene Larson (jl Larson@devilsthumbranch.com)
 IP: 96.88.88.180



SIGNED

02 / 24 / 2021
 23:40:00 UTC

Signed by Jolene Larson (jl Larson@devilsthumbranch.com)
 IP: 96.88.88.180



VIEWED

02 / 26 / 2021
 17:53:38 UTC

Viewed by Melinda Besse (mgbesse@gmail.com)
 IP: 67.176.93.185



SIGNED

02 / 26 / 2021
 17:54:01 UTC

Signed by Melinda Besse (mgbesse@gmail.com)
 IP: 67.176.93.185



COMPLETED

02 / 26 / 2021
 17:54:01 UTC

The document has been completed.

RESOLUTION NO. 2019-12-02

**CERTIFIED COPY OF RESOLUTION
ROAM METROPOLITAN DISTRICTS NOS. 1 – 3
2020 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

At a special meeting of the Boards of Directors of Roam Metropolitan Districts Nos. 1 – 3, Town of Winter Park, Grand County, Colorado (the “Districts”), held at 9:00 a.m., on the 3rd day of December, 2019, at The Real Estate Company, 78331 US Highway 40, Suite 300, Winter Park, Colorado, there were present:

Eric Mason, President
Melinda G. Besse, Vice President (via telephone)
Suzanne M. Fanch, Secretary/Treasurer (absent/excused)

Also in attendance were:

Lisa Johnson and Jim Ruthven, Special District Management Services, Inc.; Chip Besse (via telephone), Fraser River Development CO LLC; Alan D. Pogue and Shannon Smith Johnson, Icenogle Seaver Pogue, P.C.; Kim Fiore, Independent District Engineering Services, LLC

when the following proceedings, were had and done, to wit:

It was moved by Director Mason to adopt the following Resolution:

RESOLUTION

WHEREAS, the Districts’ Boards of Directors (collectively the “Boards”) are required to perform certain administrative obligations during each calendar year to comply with certain statutory requirements, as further described below, and to assure the efficient operations of the Districts; and

WHEREAS, the Boards desire to set forth such obligations herein and to designate, where applicable, the appropriate person or person(s) to perform such obligations on behalf of the Districts; and

WHEREAS, the Boards further desire to acknowledge and ratify herein certain actions and outstanding obligations of the Districts.

NOW, THEREFORE, THE BOARDS OF DIRECTORS OF ROAM METROPOLITAN DISTRICT NO. 1 – 3 HEREBY RESOLVE AS FOLLOWS:

1. The Boards direct the Districts’ Manager to prepare an accurate map as specified by the Division for filing with the Colorado Division of Local Government (the “Division”), the

Grand County Clerk and Recorder, and the Grand County Assessor on or before January 1, 2020, as required by Section 32-1-306, C.R.S.

2. Pursuant to Section 24-32-116(3)(b), C.R.S, the Boards direct legal counsel to update the Division with any of the following information previously provided to the Division, in the event such information changes: (i) the official name of the Districts; (ii) the principal address and mailing address of the Districts; (iii) the name of the Districts' agent; and (iv) the mailing address of the Districts' agent.

3. The Boards direct legal counsel to prepare, no more than sixty days prior to and not later than January 15, 2020, the Districts' annual transparency notices containing the information set forth in Section 32-1-809(1), C.R.S., and to provide such notices to the eligible electors of the Districts in one of the manners set forth in Section 32-1-809(2), C.R.S. In addition, legal counsel is directed to file a copy of the notices with the Grand County Board of County Commissioners, County Assessor, County Treasurer, County Clerk and Recorder, the Town Council of the Town of Winter Park, and the Division as set forth in Section 32-1-104(2), C.R.S. A copy of the notices shall be made available for public inspection at the principal business office of the Districts.

4. The Boards direct the Districts' accountant to submit proposed 2021 budgets for the Districts to the Boards by October 15, 2020, to schedule public hearings on the proposed budgets, prepare final budgets, and budget resolutions, including certifications of mill levies; and amendments to the budgets if necessary; to certify the mill levies to Grand County on or before December 15, 2020; and to file the approved budgets and amendments thereto with the proper governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

5. In the event additional real property is included into the boundaries of the Districts in the future, the Boards authorize legal counsel to record the special district public disclosure document and a map of the new boundaries of the Districts concurrently with the recording of the order for inclusion in the Grand County Clerk and Recorder's office in accordance with Section 32-1-104.8(2), C.R.S.

6. The Boards direct legal counsel to notify the Town Council of the Town of Winter Park of any alteration or revision of the proposed schedule of debt issuance set forth in the financial plan attached to the Districts' Service Plan, as required by Section 32-1-202(2)(b), C.R.S.

7. For any nonrated public securities issued by the Districts, the Boards direct the Districts' accountant to prepare and file with the Division on or before March 1, 2020, an annual information report with respect to any of the Districts' nonrated public securities which are outstanding as of the end of the Districts' fiscal year in accordance with Section 11-58-105, C.R.S.

8. The Boards hereby authorize the Districts' accountant to prepare and file an Audit Exemption and Resolution for approval of Audit Exemption for each District with the State

Auditor by March 31, 2020, as may be required by Section 29-1-604, C.R.S.; or, as may be required by Section 29-1-603, C.R.S., the Board(s) authorize that an audit of the applicable District's financial statements be prepared and submitted to the applicable Board(s) before June 30, 2020 and filed with the State Auditor by July 31, 2020.

9. The Boards direct its staff to prepare the Unclaimed Property Act report and forward the report to the State Treasurer by November 1, 2020 if there is property presumed abandoned and subject to custody as unclaimed property, in accordance with Section 38-13-110, C.R.S.

10. If required, the Boards direct legal counsel to oversee the preparation of any continuing annual disclosure report required to be filed not later than the date required by the applicable continuing disclosure agreement, in accordance with the Securities Exchange Commission Rule 15c2-12.

11. The Boards designate the Secretary of the Districts as the official custodian of "public records," as such term is used in Section 24-72-202(2), C.R.S. Public records may also be maintained at the office of Icenogle Seaver Pogue, P.C.

12. The Boards direct legal counsel to advise it on the requirements of the Fair Campaign Practices Act §1-45-101 et seq., C.R.S., when applicable.

13. The Boards direct that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in a paper of general circulation within the boundaries of the Districts, or in the vicinity of the Districts if none is circulated within the Districts including but not limited to *The Middle Park Times*.

14. The Boards determine that each director shall receive compensation for services as directors in accordance with Section 32-1-902(3)(a)(I) & (II), C.R.S., in the amount of \$100.00 per District per meeting, not to exceed the statutory limits per year.

15. The Boards hereby determine that each member of the Boards shall execute an Affidavit of Qualification of Director at such time the member is either elected or appointed to the Boards and prior to the Districts issuing any general obligation debt or other multiple fiscal year obligations. Such forms shall be retained in the Districts' files. Section 32-1-103(5), C.R.S. sets forth the qualifications required. Pursuant to § 32-1-901, C.R.S., the Boards direct legal counsel to prepare, administer and file an oath of office and a certificate of appointment, if applicable, and procure a surety bond for each Director, and to file copies of each with the Clerk of the Court and with the Division.

16. The Boards extend the current indemnification resolutions, adopted by the Boards on December 21, 2018, to allow the resolutions to continue in effect as written.

17. Pursuant to Section 32-1-1101.5, C.R.S., the Boards direct legal counsel to certify the results of special district ballot issue elections to incur general obligation indebtedness by certified mail to the Town Council of the Town of Winter Park and to file a copy of the

certification with the Colorado Division of Securities within forty-five days after the election. Furthermore, whenever the Districts authorize or incur a general obligation debt, the Boards authorize legal counsel to record notice of such action and a description of such debt, in a form prescribed by the Division, in the Grand County Clerk and Recorder's office within thirty days after authorizing or incurring the debt in accordance with Section 32-1-1604, C.R.S. Furthermore, whenever the Districts incur general obligation debt, the Boards direct legal counsel to submit a copy of the recorded notice to the Town Council of the Town of Winter Park within thirty days after incurring the debt in accordance with Section 32-1-1101.5(1), C.R.S.

18. The Boards direct legal counsel to prepare and file an application for a quinquennial finding of reasonable diligence with the Town Council of the Town of Winter Park, if requested, in accordance with Section 32-1-1101.5(1.5)&(2), C.R.S.

19. The Boards direct legal counsel to prepare and file the special district annual report in accordance with the Districts' Service Plan and Section 32-1-207(3)(c), C.R.S.

20. The Boards have determined that legal counsel will file conflicts of interest disclosures provided by board members with the Secretary of State 72 hours prior to each meeting of the Boards, in accordance with Sections 32-1-902(3)(b) and 18-8-308, C.R.S. Annually, legal counsel shall request that each Board member submit updated information regarding actual or potential conflicts of interest. Additionally, at the beginning of every term, legal counsel shall request that each Board member submit information regarding actual or potential conflicts of interest.

21. The Districts are currently members of the Special District Association ("SDA"), and insured through the Colorado Special Districts Property and Liability Pool. The Boards direct the Districts' accountant to pay the annual SDA membership dues and insurance premiums in a timely manner. The Boards will biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

22. Pursuant to Section 24-6-402(2)(c), C.R.S. and that certain Amended and Restated Meeting Resolution dated September 12, 2019, the Boards hereby designate the Districts' public website, _____, as the twenty-four-hour posting location for all meeting notices and designates the following locations as the posting locations for notices if the Districts are unable to post a notice online in exigent or emergency circumstances:

At the Beavers Lodge, Cullen House at the end of Wanderer's Way, and on a tree at the North East Corner of property.

23. The Board members have reviewed the minutes from the December 21, 2018, and September 12, 2019 meetings of the Boards, which minutes are attached hereto as Exhibit A. The Boards, being fully advised of the premises, hereby ratify and affirm each and every action of the Boards taken at said meetings.

24. Pursuant to § 24-6-402(2)(d.5)(II)(E), C.R.S., the Boards hereby declare that all electronic recordings of executive sessions shall be retained for purposes of the Colorado Open

Meetings Law for ninety (90) days after the date of the executive session. The Boards further direct the custodian of the electronic recordings of the executive session to systematically delete all such recordings made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90th) day after the date of the executive session.

25. The Districts hereby acknowledge, agree and declare that the Districts' policy for the deposit of public funds shall be made in accordance with the Public Deposit Protection Act (§§ 11-10.5-101 et. seq., C.R.S.). As provided therein, the Districts' official custodian may deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository. For purposes of this paragraph, "official custodian" means a designee with plenary authority including control over public funds of a public unit which the official custodian is appointed to serve. The Districts hereby designate the Districts' accountant as its official custodian over public deposits.


26. The Boards hereby authorize the Districts' Manager to execute, on behalf of the Districts, any and all easement agreements pursuant to which the Districts are accepting or acquiring easements in favor of the Districts.

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Whereupon, the motion was seconded by Director Besse and upon vote, unanimously carried. The Chairperson declared the motion carried and so ordered.

ADOPTED AND APPROVED THIS 3RD DAY OF DECEMBER, 2019.

ROAM METROPOLITAN DISTRICTS NOS. 1 – 3


By: Eric Mason
Its: President

ATTEST:

By: Suzanne Fanch
Its: Secretary/Treasurer

I, Suzanne Fanch, Secretary/Treasurer of the Boards of Directors of Roam Metropolitan Districts Nos. 1 – 3, do hereby certify that the annexed and foregoing Resolution is a true copy from the Records of the proceedings of the Boards of said Districts, on file with Icenogle Seaver Pogue, P.C., general counsel to the Districts.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Districts, at Grand County, Colorado, this 3rd day of December, 2019.




By: Suzanne Fanch
Its: Secretary/Treasurer



EXHIBIT A

**Minutes from the
December 21, 2018 and
September 12, 2019
Meetings of the Board**

RECORD OF PROCEEDINGS

MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARDS OF DIRECTORS OF

ROAM METROPOLITAN DISTRICTS NOS. 1 – 3

HELD
DECEMBER 21, 2018

The Boards of Directors of the Roam Metropolitan Districts Nos. 1 – 3 held an organizational meeting, open to the public, at The Real Estate Company, 78331 US Highway 40, Suite 300, Winter Park, CO 80482 at 11:00 a.m. on Friday, December 21, 2018. Notice of the meeting has been duly posted with the Grand County Clerk and Recorder and in three public places within the boundaries of each District.

ATTENDANCE:

Directors in Attendance:

Eric Mason, President (via teleconference)
Melinda Besse, Vice President (via teleconference)
Suzanne Fanch, Secretary/Treasurer (via teleconference)

Also in Attendance Were:

Alan Pogue, Esq. and Stacie Pacheco, Icenogle Seaver Pogue, P.C. (via teleconference); Jeff Vogel, Vogel and Associates (via teleconference); Chip Besse (via teleconference); Robert Fanch (via teleconference)

CALL TO ORDER

The meeting was called to order at 11:02 a.m. by Mr. Pogue, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

QUALIFICATION OF
BOARD MEMBERS/
OATHS OF OFFICE AND
BONDS

Mr. Pogue discussed the process of qualifying Board members, affirmed that Oaths of Office had been administered and filed per Colorado law, and confirmed that public official position schedule bonds had been obtained for the Directors and Treasurer of each District, as required by law, and filed with the District Court and Division of Local Government.

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.

RECORD OF PROCEEDINGS

CONFLICT OF
INTEREST DISCLOSURE

Mr. Pogue further discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board 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 Mr. Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

AGENDA/
LOCATION OF
MEETING/
POSTING MEETING
NOTICES/QUORUM

The Boards reviewed the agenda. Upon motion duly made by Director Mason, seconded by Director Fanch, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Mr. Pogue affirmed that notice of the meeting had been posted at three locations within the boundaries of each District and with the Town of Winter Park and the Grand County Clerk and Recorder.

Mr. Pogue confirmed that a quorum was present with three of three Board members in attendance.

APPOINTMENT OF
OFFICERS

Mr. Pogue discussed the duties of the Boards and the offices of President, Secretary and Treasurer. Upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, the officers of each District were elected and approved as follows:

Eric Mason – President
Melinda Besse – Vice President
Suzanne Fanch – Secretary and Treasurer

INDEMNIFICATION
RESOLUTION

Mr. Pogue presented each Board with a Resolution Providing for the Defense and Indemnification of Directors, Officers and Employees of the District. Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, it was

RESOLVED by each District Board to adopt the Resolution

RECORD OF PROCEEDINGS

Providing for the Defense and Indemnification of Directors, Officers and Employees of the District.

DIRECTORS FEES

Mr. Pogue discussed with the Boards the payment of Director's fees. Following discussion, the Boards opted not to accept Director's fees as compensation at this time.

ORGANIZATIONAL RESOLUTION

Mr. Pogue presented to the Boards an Organizational Matters Resolution designating the applicable parties to perform certain administrative obligations during the calendar year to comply with certain statutory requirements and to assure the efficient operations of the Districts. Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, it was

RESOLVED to adopt the Organizational Matters Resolution.

MEETING RESOLUTION

Mr. Pogue presented to the Boards the Meeting Resolution establishing regular meeting dates, times and location, and designating locations for posting of 72-hour notices. Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, it was

RESOLVED to adopt the Meeting Resolution.

ENGAGEMENT OF LEGAL COUNSEL

Mr. Pogue brought to the Boards for consideration the engagement of Icenogle Seaver Pogue, P.C. for legal services. Following discussion, upon motion duly made by Director Besse, seconded by Director Mason and, upon vote, unanimously carried, it was

RESOLVED to engage Icenogle Seaver Pogue, P.C. as District legal counsel.

ENGAGEMENT OF DISTRICT MANAGER/ ACCOUNTANT/PROJECT ADMINISTRATOR ENGAGEMENT OF DISTRICT ENGINEER

The Boards tabled this item.

Mr. Pogue brought to the Boards for consideration the engagement of Vogel and Associates as the Districts' engineer. Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to engage Vogel and Associates as District Engineer.

INSURANCE COVERAGE Mr. Pogue discussed the insurance requirements with the Boards and presented Resolution No. 2019-06, to obtain insurance coverage through the Colorado Special Districts Property and Liability Pool and join the Special District Association. Following discussion, upon motion duly made by Director Mason, seconded by Director Fanch and, upon vote, unanimously carried, it was

RESOLVED to adopt the Resolution to obtain insurance coverage through the Colorado Special Districts Property and Liability Pool and authorize membership in the Colorado Special District Association.

GOVERNMENTAL IMMUNITY MEMO Mr. Pogue reviewed with the Boards the Governmental Immunity Memorandum.

RATIFICATION OF PAST ACTIONS Following review and discussion, upon motion duly made by Director Besse, seconded by Director Fanch and, upon vote, unanimously carried, it was

RESOLVED to ratify past actions.

FINANCIAL ITEMS PDPA Numbers, FEIN and State Tax Exemption Numbers: Mr. Pogue discussed with the Boards the need for (1) a Form SS-4 Application for Employer Identification Number; (2) an Application for Sales Tax Exemption for Colorado Organizations; and (3) an Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks. Upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, it was

RESOLVED to approve the (1) Form SS-4 Application for Employer Identification Number; (2) Application for Sales Tax Exemption for Colorado Organizations; and (3) Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks.

Establish Bank Account: Mr. Pogue discussed with the Boards the need to establish an operating account, authorize Board members to be

RECORD OF PROCEEDINGS

signers on the account and establish a policy regarding the number of required signatures on each check. Following discussion, upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, unanimously carried, is was

RESOLVED to establish an operating account with US Bank, authorize all Board Members to act as signers on the account, and require two signatures per check.

2019 PROPOSED BUDGET

Mr. Pogue opened the 2019 Proposed Budget Hearing to the public. Mr. Pogue reported that notice of the hearing had been published on December 20, 2018 in *The Middle Park Times* in accordance with state budget law. There being no public input, the hearing portion of the budget discussions was closed. The Boards reviewed the 2019 budgets for each District, which detailed estimated revenues and expenditures.

District No. 1:
Mill levy is 0.00 mills.
General Fund Expenditures: \$200,000

District No. 2:
Mill levy is 0.00 mills.
General Fund Expenditures: \$0

District No. 3:
Mill levy is 0.00 mills.
General Fund Expenditures: \$0

After further review and discussion, and upon motion duly made by Director Besse, seconded by Director Mason and, upon vote, it was unanimously

RESOLVED to approve the Resolutions to Adopt the 2019 Budgets for Roam Metropolitan Districts Nos. 1 – 3, appropriate budgeted sums and approve all other documents related to the 2019 budgets.

RESOLUTION ESTABLISHING INVESTMENT POLICY

Mr. Pogue discussed with the Boards the need to establish an investment policy authorizing investments in accordance with State statutes. Following discussion, and upon motion duly made by Director Mason, seconded by Director Besse and, upon vote, it was unanimously

RECORD OF PROCEEDINGS

RESOLVED to approve the Resolution Establishing a District Investment Policy authorizing investments in accordance with State statutes.

LEGAL ITEMS

Intergovernmental Agreement concerning District Operations among Roam Metropolitan District No. 1, Roam Metropolitan District No. 2, and Roam Metropolitan District No. 3: Mr. Pogue reviewed with the Boards the Intergovernmental Agreement concerning District Operations. Following discussion, and upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, it was unanimously

RESOLVED to approve the Intergovernmental Agreement concerning District Operations among Roam Metropolitan District No. 1, Roam Metropolitan District No. 2, and Roam Metropolitan District No. 3.

2019 Funding and Reimbursement Agreement between Roam Metropolitan District No. 1 and Fraser River Development CO LLC: Mr. Pogue presented to District No. 1's Board for consideration and approval the 2019 Funding and Reimbursement Agreement between Roam Metropolitan District No. 1 and Fraser River Development CO LLC ("FRDC"), and in connection therewith, a subordinate promissory note to FRDC securing amounts due under that agreement for operations and maintenance advances. Following discussion, and upon motion duly made by Director Mason, seconded by Director Fanch and, upon vote, it was unanimously

RESOLVED to approve the 2019 Funding and Reimbursement Agreement between Roam Metropolitan District No. 1 and FRDC, and in connection therewith, authorizing the issuance of a subordinate promissory note to FRDC, securing amounts due under the agreement for operations and maintenance advances.

Improvement Acquisition, Advance and Reimbursement Agreement between Roam Metropolitan District No. 1 and Fraser River Development CO LLC: Mr. Pogue presented to District No. 1's Board for consideration and approval the Improvement Acquisition, Advance and Reimbursement Agreement between Roam Metropolitan District No. 1 and FRDC, and in connection therewith, a subordinate promissory note to FRDC securing amounts due under that agreement

RECORD OF PROCEEDINGS

for capital advances. Following discussion, and upon motion duly made by Director Mason, seconded by Director Fanch and, upon vote, it was unanimously

RESOLVED to approve the Improvement Acquisition, Advance and Reimbursement Agreement between Roam Metropolitan District No. 1 and FRDC, and in connection therewith, authorizing the issuance of a subordinate promissory note to FRDC, securing amounts due under that agreement for capital advances.

Intergovernmental Agreement among The Town of Winter Park, Colorado, Roam Metropolitan District No. 1, Roam Metropolitan District No. 2, and Roam Metropolitan District No. 3: Mr. Pogue reviewed with the Boards the Intergovernmental Agreement with the Town of Winter Park. Following discussion, and upon motion duly made by Director Fanch, seconded by Director Mason and, upon vote, it was unanimously

RESOLVED to approve the Intergovernmental Agreement among The Town of Winter Park, Colorado, Roam Metropolitan District No. 1, Roam Metropolitan District No. 2, and Roam Metropolitan District No. 3.

Public Records Retention Schedule, Appointment of Custodian, Establishment of Policies and Fees Schedule for the Handling of Records Requests Under the Colorado Open Records Act (CORA): Mr. Pogue presented for approval a resolution regarding the public records retention schedule, appointment of custodian, and establishment of policies and fees schedule for the handling of records requests under the Colorado Open Records Act (CORA). Following discussion, and upon motion duly made by Director Mason, seconded by Director Fanch and, upon vote, it was unanimously

RESOLVED to approve the Resolution Adopting a Public Records Policy Regarding the Inspection, Retention, and Disposal of Public Records.

Consumer Data Protection Policy Resolution: Mr. Pogue presented for approval a consumer data protection policy resolution. Upon motion duly made by Director Mason, seconded by Director Fanch, and upon vote, it was unanimously


RECORD OF PROCEEDINGS

RESOLVED to approve the Resolution Adopting Procedures for Protecting and Destroying Customer Information Maintained by the Districts.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned 12:45 p.m.

Respectfully submitted,



Secretary for the Meeting

RESOLUTION NO. 2019 - 12 - 3
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 1
TO ADOPT THE 2020 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Roam Metropolitan District No. 1 ("District") has appointed the District Accountant to prepare and submit a proposed 2020 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2019, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on December 3, 2019, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any interfund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Roam Metropolitan District No. 1:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Roam Metropolitan District No. 1 for the 2020 fiscal year.
2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 3rd day of December, 2019.



A handwritten signature in blue ink, appearing to read "James J. Smith", written over a horizontal line.

Secretary

EXHIBIT A
(Budget)

ROAM METROPOLITAN DISTRICT NO. 1

2020 BUDGET MESSAGE

Roam Metropolitan District No. 1, (the "District") is a quasi-municipal corporation organized and operated pursuant to provisions set forth in the Colorado Special District Act and was formed on November 29, 2018. The District is located in the Town of Winter Park, Grand County, Colorado. The District was organized to plan for, design, acquire, construct, install, relocate, redevelop, provide and finance public improvements and related operation and maintenance services within the boundaries of the District.

The District has no employees at this time and all operations and administrative functions are contracted.

The budget is prepared on the modified accrual basis of accounting, which is consistent with the basis of accounting used in presenting the District's financial statements.

General Fund

Revenue

Budgeted revenue in the amount of \$51,500 consists of developer advances.

Expenditures

District No. 1 - general and administrative expenses budgeted amount is \$51,500.

Capital Projects Fund

Revenue

Budgeted revenue in the amount of \$3,352,754 consists of developer advances.

Expenditures

District No. 1 - capital outlay, engineering and construction management expenditures are budgeted in the amount of \$3,352,754.

Roam Metropolitan District No. 1
Assessed Value, Property Tax and Mill Levy Information

	2018	2019	2020
	Actual	Adopted Budget	Adopted Budget

Assessed Valuation	\$	-	\$ 7,540
Mill Levy			
General Fund		0.000	0.000
Debt Service Fund		0.000	0.000
Refunds and Abatements		0.000	0.000
Total Mill Levy		0.000	0.000
Property Taxes			
General Fund	\$	-	\$ -
Debt Service Fund	\$	-	\$ -
Refunds and Abatements	\$	-	\$ -
Actual/Budgeted Property Taxes	\$	-	\$ -

ROAM METROPOLITAN DISTRICT NO. 1
Budget
General Fund
2020 Adopted Budget
With 2018 Actual and 2019 Estimated

	2018 Actual	2019 Estimated	2020 Adopted
Beginning Funds Available	\$ -	\$ -	\$ -
Revenue			
Service Fees - District No. 2	-	-	-
Service Fees - District No. 3	-	-	-
Property Taxes	-	-	-
Specific Ownership Taxes	-	-	51,500
Developer Advances	-	-	-
Note Proceeds - Formation	-	-	-
	<hr/>	<hr/>	<hr/>
Total Revenue	-	-	51,500
	<hr/>	<hr/>	<hr/>
Total Funds Available	<u>-</u>	<u>-</u>	<u>51,500</u>
Expenditures			
Accounting and Finance	-	-	10,500
District Management	-	-	12,500
Election	-	-	1,500
District Engineer	-	-	1,000
Insurance	-	-	500
Legal	-	-	25,000
Office, Dues, Newsletters & Other	-	-	500
	<hr/>	<hr/>	<hr/>
Total Expenditures	-	-	51,500
	<hr/>	<hr/>	<hr/>
Total Expenditures Requiring Appropriation	-	-	51,500
	<hr/>	<hr/>	<hr/>
Ending Funds Available	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

ROAM METROPOLITAN DISTRICT NO. 1
Budget
Capital Projects Fund
2020 Adopted Budget
With 2018 Actual and 2019 Estimated

	2018 Actual	2019 Estimated	2020 Adopted
Beginning Funds Available	\$ -	\$ -	\$ -
Revenue			
Developer Advances	-	-	3,352,754
Total Revenue	-	-	3,352,754
Total Funds Available	-	-	3,352,754
Expenditures			
Construction Management	-	-	125,000
Engineering	-	-	80,000
Capital Outlay	-	-	3,147,754
Total Expenditures	-	-	3,352,754
Total Expenditures Requiring Appropriation	-	-	3,352,754
Ending Funds Available	\$ -	\$ -	\$ -

I, Lisa Johnson, hereby certify that I am the duly appointed Secretary of the Roam Metropolitan District No. 1, and that the foregoing is a true and correct copy of the budget for the budget year 2020, duly adopted at a meeting of the Board of Directors of the Roam Metropolitan District No. 1 held on December 3, 2019.

By: 
Secretary

RESOLUTION NO. 2019 - 12 - 4
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 1
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Roam Metropolitan District No. 1 ("District") has adopted the 2018 annual budget in accordance with the Local Government Budget Law on December 3, 2019; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2020 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Roam Metropolitan District No. 1:

1. That for the purposes of meeting all general fund expenses of the District during the 2020 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
2. That for the purposes of meeting all debt service fund expenses of the District during the 2020 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
3. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of Grand County, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as EXHIBIT A and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 3rd day of December, 2019.



Secretary

(SEAL)



EXHIBIT A
(Certification of Tax Levies)

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Grand County, Colorado.

On behalf of the Roam Metropolitan District No. 1,
 (taxing entity)^A
 the Board of Directors,
 (governing body)^B
 of the Roam Metropolitan District No. 1,
 (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 7,540 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 7,540 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/13/19 for budget/fiscal year 2020
 (no later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	<u>0.000</u> mills	\$ <u>0</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< <u>0.000</u> > mills	\$ < <u>0</u> >
SUBTOTAL FOR GENERAL OPERATING:	<u>0.000</u> mills	\$ <u>0</u>
3. General Obligation Bonds and Interest ^J	_____ mills	\$ _____
4. Contractual Obligations ^K	<u>0.000</u> mills	\$ <u>0</u>
5. Capital Expenditures ^L	<u>0.000</u> mills	\$ <u>0</u>
6. Refunds/Abatements ^M	<u>0.000</u> mills	\$ <u>0</u>
7. Other ^N (specify): _____	<u>0.000</u> mills	\$ <u>0</u>
_____	<u>0.000</u> mills	\$ <u>0</u>
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	<u>0.000</u> mills	\$ <u>0</u>

Contact person: (print) Lisa A. Johnson Daytime phone: (303) 987-0835
 Signed:  Title: Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's FINAL certification of valuation).

RESOLUTION NO. 2019 - 12 - 3
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 2
TO ADOPT THE 2020 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Roam Metropolitan District No. 2 ("District") has appointed the District Accountant to prepare and submit a proposed 2020 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2019, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on December 3, 2019, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any interfund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Roam Metropolitan District No. 2:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Roam Metropolitan District No. 2 for the 2020 fiscal year.

2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 3rd day of December, 2019.

(SEAL)



Sumana Janda
Secretary

EXHIBIT A
(Budget)

ROAM METROPOLITAN DISTRICT NO. 2

2020 BUDGET MESSAGE

Roam Metropolitan District No. 2, (the "District") is a quasi-municipal corporation organized and operated pursuant to provisions set forth in the Colorado Special District Act and was formed on November 29, 2018. The District is located in the Town of Winter Park, Grand County, Colorado. The District was organized to plan for, design, acquire, construct, install, relocate, redevelop, provide and finance public improvements and related operation and maintenance services within the boundaries of the District.

The District has no employees at this time and all operations and administrative functions are contracted.

The budget is prepared on the modified accrual basis of accounting, which is consistent with the basis of accounting used in presenting the District's financial statements.

General Fund

Revenue

There is no budgeted revenue in 2020.

Expenditures

There are no budgeted expenditures in 2020.

Roam Metropolitan District No. 2
Assessed Value, Property Tax and Mill Levy Information

	2018	2019	2020
	Actual	Adopted Budget	Adopted Budget

Assessed Valuation	\$	-	\$	-	\$	2,320
Mill Levy						
General Fund		0.000		0.000		0.000
Debt Service Fund		0.000		0.000		0.000
Refunds and Abatements		0.000		0.000		0.000
Total Mill Levy		0.000		0.000		0.000
Property Taxes						
General Fund	\$	-	\$	-	\$	-
Debt Service Fund	\$	-	\$	-	\$	-
Refunds and Abatements	\$	-	\$	-	\$	-
Actual/Budgeted Property Taxes	\$	-	\$	-	\$	-

ROAM METROPOLITAN DISTRICT NO. 2
Budget
General Fund
2020 Adopted Budget
With 2018 Actual and 2019 Estimated

	2018 Actual	2019 Estimated	2020 Adopted
Beginning Funds Available	\$ -	\$ -	\$ -
Revenue			
Property Taxes	-	-	-
Specific Ownership Taxes	-	-	-
Interest & Other	-	-	-
	<hr/>	<hr/>	<hr/>
Total Revenue	<hr/> -	<hr/> -	<hr/> -
Total Funds Available	<hr/> <hr/> -	<hr/> <hr/> -	<hr/> <hr/> -
Expenditures			
Payment for Services to No. 1 - O&M	-	-	-
Treasurer's Fees	-	-	-
Contingency	-	-	-
	<hr/>	<hr/>	<hr/>
Total Expenditures	<hr/> -	<hr/> -	<hr/> -
Total Expenditures Requiring Appropriation	<hr/> <hr/> -	<hr/> <hr/> -	<hr/> <hr/> -
Ending Funds Available	<hr/> <hr/> \$ -	<hr/> <hr/> \$ -	<hr/> <hr/> \$ -

I, Lisa Johnson, hereby certify that I am the duly appointed Secretary of the Roam Metropolitan District No. 2, and that the foregoing is a true and correct copy of the budget for the budget year 2020, duly adopted at a meeting of the Board of Directors of the Roam Metropolitan District No. 2 held on December 3, 2019.

By: 
Secretary

RESOLUTION NO. 2019 - 12 - 4
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 2
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Roam Metropolitan District No. 2 ("District") has adopted the 2020 annual budget in accordance with the Local Government Budget Law on December 3, 2019; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2020 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and


NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Roam Metropolitan District No. 2:

1. That for the purposes of meeting all general fund expenses of the District during the 2020 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2020 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of Grand County, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 3rd day of December, 2019.



Secretary



EXHIBIT A
(Certification of Tax Levies)

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Grand County, Colorado.

On behalf of the Roam Metropolitan District No. 2 (taxing entity)^A the Board of Directors (governing body)^B of the Roam Metropolitan District No. 2 (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 2,320 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 2,320 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57) USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/13/19 for budget/fiscal year 2020 (no later than Dec. 15) (mm/dd/yyyy) (yyyy)

Table with columns: PURPOSE (see end notes for definitions and examples), LEVY², REVENUE². Rows include General Operating Expenses, Temporary General Property Tax Credit/Temporary Mill Levy Rate Reduction, General Obligation Bonds and Interest, Contractual Obligations, Capital Expenditures, Refunds/Abatements, Other, and a TOTAL row.

Contact person: (print) Lisa A. Johnson Daytime phone: (303) 987-0835 Signed: [Signature] Title: Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution. ² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's FINAL certification of valuation).

RESOLUTION NO. 2019 - 12 - 3
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 3
TO ADOPT THE 2020 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Roam Metropolitan District No. 3 ("District") has appointed the District Accountant to prepare and submit a proposed 2020 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2019, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on December 3, 2019, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any interfund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Roam Metropolitan District No. 3:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Roam Metropolitan District No. 3 for the 2020 fiscal year.
2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 3rd day of December, 2019.


Secretary

(SEAL)



EXHIBIT A
(Budget)

ROAM METROPOLITAN DISTRICT NO. 3

2020 BUDGET MESSAGE

Roam Metropolitan District No. 3, (the "District") is a quasi-municipal corporation organized and operated pursuant to provisions set forth in the Colorado Special District Act and was formed on November 29, 2018. The District is located in the Town of Winter Park, Grand County, Colorado. The District was organized to plan for, design, acquire, construct, install, relocate, redevelop, provide and finance public improvements and related operation and maintenance services within the boundaries of the District.

The District has no employees at this time and all operations and administrative functions are contracted.

The budget is prepared on the modified accrual basis of accounting, which is consistent with the basis of accounting used in presenting the District's financial statements.

General Fund

Revenue

There is no budgeted revenue in 2020.

Expenditures

There are no budgeted expenditures in 2020.

Roam Metropolitan District No. 3
Assessed Value, Property Tax and Mill Levy Information

	2018	2019	2020
	Actual	Adopted Budget	Adopted Budget

Assessed Valuation	\$	-	\$	610
Mill Levy				
General Fund		0.000	0.000	0.000
Debt Service Fund		0.000	0.000	0.000
Refunds and Abatements		0.000	0.000	0.000
Total Mill Levy		0.000	0.000	0.000
Property Taxes				
General Fund	\$	-	\$	-
Debt Service Fund	\$	-	\$	-
Refunds and Abatements	\$	-	\$	-
Actual/Budgeted Property Taxes	\$	-	\$	-

ROAM METROPOLITAN DISTRICT NO. 3
Budget
General Fund
2020 Adopted Budget
With 2018 Actual and 2019 Estimated

	2018 Actual	2019 Estimated	2020 Adopted
Beginning Funds Available	\$ -	\$ -	\$ -
Revenue			
Property Taxes	-	-	-
Specific Ownership Taxes	-	-	-
Interest & Other	-	-	-
	<hr/>	<hr/>	<hr/>
Total Revenue	-	-	-
	<hr/>	<hr/>	<hr/>
Total Funds Available	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
Expenditures			
Payment for Services to No. 1 - O&M	-	-	-
Treasurer's Fees	-	-	-
Contingency	-	-	-
	<hr/>	<hr/>	<hr/>
Total Expenditures	-	-	-
	<hr/>	<hr/>	<hr/>
Total Expenditures Requiring Appropriation	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
Ending Funds Available	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>

RESOLUTION NO. 2019 - 12 - 4
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 3
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Roam Metropolitan District No. 3 ("District") has adopted the 2020 annual budget in accordance with the Local Government Budget Law on December 3, 2019; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2020 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Roam Metropolitan District No. 3:

1. That for the purposes of meeting all general fund expenses of the District during the 2020 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2020 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of Grand County, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 3rd day of December, 2019.




Secretary

EXHIBIT A
(Certification of Tax Levies)

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Grand County, Colorado.

On behalf of the Roam Metropolitan District No. 3,
 (taxing entity)^A
 the Board of Directors,
 (governing body)^B
 of the Roam Metropolitan District No. 3,
 (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 610 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 610 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/13/19 for budget/fiscal year 2020
 (no later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	<u>0.000</u> mills	\$ <u>0</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< <u>0.000</u> > mills	\$ < <u>0</u> >
SUBTOTAL FOR GENERAL OPERATING:	<u>0.000</u> mills	\$ <u>0</u>
3. General Obligation Bonds and Interest ^J	_____ mills	\$ _____
4. Contractual Obligations ^K	<u>0.000</u> mills	\$ <u>0</u>
5. Capital Expenditures ^L	<u>0.000</u> mills	\$ <u>0</u>
6. Refunds/Abatements ^M	<u>0.000</u> mills	\$ <u>0</u>
7. Other ^N (specify): _____	<u>0.000</u> mills	\$ <u>0</u>
_____	<u>0.000</u> mills	\$ <u>0</u>
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	<u>0.000</u> mills	\$ <u>0</u>

Contact person: (print) Lisa A. Johnson Daytime phone: (303) 987-0835
 Signed:  Title: Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's FINAL certification of valuation).

RESOLUTION NO. 2019-12-04

**RESOLUTION OF
THE BOARDS OF DIRECTORS OF
ROAM METROPOLITAN DISTRICTS NOS. 1 – 3
2020 REGULAR SPECIAL DISTRICT ELECTION RESOLUTION**

WHEREAS, the Roam Metropolitan Districts Nos. 1 – 3 (the “Districts”) were organized pursuant to Section 32-1-101 *et seq.*, C.R.S. of the Special District Act (the “Act”); and

WHEREAS, the Boards of Directors (individually, the “Board,” collectively, the “Boards”) for the Districts consist of five director offices each, and of those five directors offices, two (2) of the directors offices are currently vacant; and

WHEREAS, the terms of office for the vacant positions, shall expire at the next regular special district election scheduled to be held on May 5, 2020 (the “Election”); and

WHEREAS, the Boards desire to call the Election for purposes of electing two (2) directors to each Board to serve a three-year term; and

WHEREAS, the Boards desire to set forth the procedures for conducting the Election in accordance with the provisions of the Act, the Colorado Local Government Election Code, Sections 1-13.5-101, *et seq.*, C.R.S. (the “Code”), and all provisions of the Uniform Election Code of 1992 not in conflict with the Code except as otherwise provided in Section 1-13.5-106(2), C.R.S.; and

WHEREAS, pursuant to Section 32-1-804(1), C.R.S., the Boards shall govern the conduct of the Election and render all interpretations and make all decisions as to controversies or other matters arising in conducting the Election; and

WHEREAS, pursuant to Section 32-1-804(2), C.R.S., all powers granted by the Boards by Part 8, Article 1 of Title 32, for the conduct of regular or special elections may be exercised in the absence of the Boards by the secretary or by an assistant secretary appointed by the Boards, and the person named by the Boards who is responsible for the conducting of the election shall be the designated election official; and

WHEREAS, pursuant to Section 1-13.5-108(1), C.R.S., the designated election official named by the Boards shall render all interpretations and shall make all initial decisions as to controversies or other matters arising in operation of the Code; and

WHEREAS, for purposes of the Election, the Boards desire to appoint an assistant secretary, who shall be the designated election official for the Election and exercise all powers granted by the Boards for the conduct of the Election,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARDS OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICTS NOS. 1 – 3 THAT:

1. The Boards hereby call a regular election of the eligible electors of the Districts to be held on May 5, 2020 between the hours of 7:00 A.M. and 7:00 P.M. pursuant to and in accordance with the Act, Code, and other applicable laws, for the purpose of electing two (2) directors to each serve a term of three years on each Board. Such Election shall be conducted as an independent mail ballot election pursuant to Section 1-13.5-1101 *et seq.*, C.R.S. and all other relevant provisions of the Code.

2. Pursuant to Section 32-1-804(2), C.R.S., the Boards hereby appoint Stacie L. Pacheco of the law firm of Icenogle Seaver Pogue, P.C. ("General Counsel") as Assistant Secretary to the Districts for purposes of the Election, who shall be the Designated Election Official for the Election. The Designated Election Official shall act as the primary contact with the Grand County Clerk and Recorder's office and shall be primarily responsible for ensuring the proper conduct of the Election including, but not limited to, appointing election judges as necessary, appointing the Board of Canvassers, arranging for the required notices of the election and printing of ballots, and directing that all other appropriate actions be accomplished. The Boards hereby direct General Counsel to oversee the general conduct of the Election.

3. Pursuant to Section 1-13.5-303, C.R.S., any person who desires to be a candidate for the office of director in the Districts must file a self-nomination and acceptance form or letter, signed by the candidate and by an eligible elector of the State as a witness to the signature of the candidate, with the Designated Election Official no later than 3:00 P.M. on February 28, 2020. On the date of signing the self-nomination and acceptance form or letter a candidate for director shall be an eligible elector of the Districts. Pursuant to Section 32-1-103(5), C.R.S., an "eligible elector" means a person who, at the designated time or event, is registered to vote in the State of Colorado and (i) who is a resident of the special district; or (ii) who, or whose spouse or civil union partner, owns taxable real or personal property situated within the boundaries of the special district, whether said person resides within the special district or not. A person who is obligated to pay taxes under a contract to purchase taxable property situated within the boundaries of the special district is considered an "owner" for purposes of this definition. Self-nomination and acceptance forms are available at the Designated Election Official's office located at 4725 South Monaco Street, Suite 360, Denver, Colorado 80237.

4. Pursuant to Section 1-13.5-1002(1)(b), C.R.S., applications for absentee voter's ballots may be filed with the Designated Election Official's office, between the hours of 8:00 a.m. and 5:00 p.m., until the close of business on the Friday immediately preceding the Election (May 5, 2020).

5. Pursuant to Sections 1-13.5-513(1)&(6), C.R.S., the Boards hereby authorize and direct the Designated Election Official to cancel the Election and declare the candidates elected if, at the close of business on the sixty-third day before the Election (March 3, 2020), there are not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates, and so long as the only ballot questions are for the election of candidates. The Boards further authorize and direct the Designated Election Official to file cancellation notices with the Grand County Clerk and Recorder's Office and with the Colorado Division of Local Government, to post notice of the cancellation in the office of the Designated Election Official, and to provide notice by publication of the cancellation of the election. The

Designated Election Official also shall notify the candidates that the Election was cancelled and that they were elected by acclamation.

6. The Districts shall be responsible for the payment of any and all costs associated with the conduct of the Election, including its cancellation, if necessary.

7. This Resolution shall take effect on the date and at the time of its adoption.

(Signatures Begin on Next Page.)

ADOPTED AND APPROVED THIS 3RD DAY OF DECEMBER 2019.

ROAM METROPOLITAN DISTRICTS NOS. 1 – 3



By: Eric Mason

Its: President

ATTEST:



By: Suzanne Fanch

Its: Secretary/Treasurer

RESOLUTION NO. 2019 - 12 - 07
BOARD OF DIRECTORS OF
ROAM METROPOLITAN DISTRICT NO. 1

A RESOLUTION PROVIDING FOR THE IMPOSITION OF A RECREATION CENTER MAINTENANCE FEE

WHEREAS, Roam Metropolitan District No. 1 (the "District"), along with Roam Metropolitan District No. 2 ("District No. 2"), and Roam Metropolitan District No. 3 ("District No. 3,") (collectively the "Districts") were formed pursuant to Sections 32-1-101 *et seq.*, Colorado Revised Statutes ("C.R.S.") as amended, by order of the District Court for Grand County, Colorado, and after approval of the eligible electors of the Districts at an organizational election held on November 6, 2018, for the purpose of assisting in the financing and development of the area generally known as the Roam Development (the "Development"); and

WHEREAS, on August 7, 2018, the Town Council of the Town of Winter Park, Colorado approved the "Consolidated Service Plan for Roam Metropolitan Districts Nos. 1, 2, and 3" (the "Service Plan") for the purpose of providing certain parameters for the financing and operation of improvements within the Development; and

WHEREAS, pursuant to Section 32-1-1001(1)(j), C.R.S., the District is authorized to fix and impose fees, rates, tolls, charges, and penalties for services or facilities provided by the District which, until paid, shall constitute a perpetual lien on and against the property served, and any such lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics' liens; and

WHEREAS, the Service Plan similarly empowers the District to impose fees, rates, tolls, charges, and penalties for services and facilities; and

WHEREAS, pursuant to an Intergovernmental Agreement Concerning District Operations among the Districts dated December 21, 2018 (the "Operations IGA"), the District will own and operate the Districts' public improvements for the benefit of the Districts and the property owners and residents thereof; and

WHEREAS, one of the public improvements the Districts anticipate the District to own and operate is a recreation center; and

WHEREAS, District residents and taxpayers will benefit from the presence of the recreation center and the District's ownership and operation thereof; and

WHEREAS, in order to defray a portion of the costs the District will incur from the District's operation and maintenance of the recreation center, the District desires to impose an annual recreation center maintenance fee against all property within the boundaries of the District in accordance with the Service Plan.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ROAM METROPOLITAN DISTRICT NO. 1 AS FOLLOWS:

1. Recreation Center Maintenance Fee. An annual “Recreation Center Maintenance Fee” is hereby established on all property located within the boundaries of the District, as more particularly described in **Exhibit A** attached hereto and as the same may be adjusted from time to time. If property not currently within the District is subsequently included within the District’s boundaries, it shall become subject to the Recreation Center Maintenance Fee upon the recordation of the order for inclusion thereof. The Board of Directors of the District will establish the amount of the Recreation Center Maintenance Fee annually, and the District will bill each owner of real property within the District (the “Owners”) by December 31 for the upcoming calendar year. The Recreation Center Maintenance Fee shall then become due and owing on January 31 for that calendar year. The Board of Directors may take action to further adjust the amount of the Recreation Center Maintenance Fee from time to time. Information regarding the then-current Recreation Center Maintenance Fee amount will also be available from the District manager.

2. Use of Proceeds. The District hereby covenants for the benefit of the Owners that all proceeds of the Recreation Center Maintenance Fee imposed and collected hereunder shall be used to fund the cost of the District’s operation and maintenance of the recreation center and not be used for any other purpose.

3. Delinquent Payments. Any Recreation Center Maintenance Fee that is not paid in full when due shall be assessed a late fee of 5% per month, not to exceed 25% of the amount due, pursuant to Section 29-1-1102(3), C.R.S. Interest will also accrue on any due and unpaid Recreation Center Maintenance Fee, exclusive of said assessed late fee, at the rate of 18% per annum, pursuant to Section 29-1-1102(7), C.R.S. All Recreation Center Maintenance Fees, late fees, and penalty interest shall be paid to the District in immediately available funds.

4. Lien. Until paid, the annual Recreation Center Maintenance Fee shall constitute a perpetual lien on and against the Owner’s property, and any such lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics’ liens as provided in Section 32-1-1001(1)(j)(I), C.R.S.

5. Collection Efforts. The District shall be entitled to charge any and all legal fees and expenses incurred for collection efforts to Owners for said collection efforts. Furthermore, the District hereby covenants that, in the event the lien imposed hereby is purported to be extinguished as the result of any foreclosure proceeding, the District will reassert such lien as a perpetual lien until paid, as authorized pursuant to Section 32-1-1001(1)(j)(I), C.R.S.

6. Severability. If any clause or provision of this Resolution is adjudged invalid and/or unenforceable by a court of competent jurisdiction or by operation of any law, such clause or provision shall not affect the validity of this Resolution as a whole, but shall be severed herefrom, leaving the remaining terms intact and enforceable.


7. Effective Date; Recording. This Resolution shall take effect upon the adoption

and approval of the Board of Directors of the District and shall be recorded in the office of the Grand County Clerk and Recorder against the real property located within the District.

[Remainder of page intentionally left blank.]

ADOPTED AND APPROVED this 3rd day of December 2019.

ROAM METROPOLITAN DISTRICT NO. 1


By: Eric Mason, President

ATTEST:



By: ALAN D. POGUE
Its: GENERAL COUNSEL

EXHIBIT A
LEGAL DESCRIPTION

RESOLUTION NO. 2019 - 12 - 06
BOARD OF DIRECTORS OF
ROAM METROPOLITAN DISTRICT NO. 2

A RESOLUTION PROVIDING FOR THE IMPOSITION OF A RECREATION CENTER MAINTENANCE FEE

WHEREAS, Roam Metropolitan District No. 2 (the "District"), along with Roam Metropolitan District No. 1 ("District No. 1"), and Roam Metropolitan District No. 3 ("District No. 3,") (collectively the "Districts") were formed pursuant to Sections 32-1-101 *et seq.*, Colorado Revised Statutes ("C.R.S.") as amended, by order of the District Court for Grand County, Colorado, and after approval of the eligible electors of the Districts at an organizational election held on November 6, 2018, for the purpose of assisting in the financing and development of the area generally known as the Roam Development (the "Development"); and

WHEREAS, on August 7, 2018, the Town Council of the Town of Winter Park, Colorado approved the "Consolidated Service Plan for Roam Metropolitan Districts Nos. 1, 2, and 3" (the "Service Plan") for the purpose of providing certain parameters for the financing and operation of improvements within the Development; and

WHEREAS, pursuant to Section 32-1-1001(1)(j), C.R.S., the District is authorized to fix and impose fees, rates, tolls, charges, and penalties for services or facilities provided by the District which, until paid, shall constitute a perpetual lien on and against the property served, and any such lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics' liens; and

WHEREAS, the Service Plan similarly empowers the District to impose fees, rates, tolls, charges, and penalties for services and facilities; and

WHEREAS, pursuant to an Intergovernmental Agreement Concerning District Operations among the Districts dated December 21, 2018 (the "Operations IGA"), District No. 1 will own and operate the Districts' public improvements for the benefit of the Districts and the property owners and residents thereof, and District Nos. 2 and 3 will assist in funding the same; and

WHEREAS, one of the public improvements the Districts anticipate District No. 1 to own and operate in accordance with the Operations IGA is a recreation center; and

WHEREAS, in order to defray a portion of the recreation center operation and maintenance costs, the District desires to impose an annual recreation center maintenance fee against all property within the boundaries of the District and direct the proceeds thereof be paid to District No. 1 to fund the same pursuant to the Operations IGA.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ROAM METROPOLITAN DISTRICT NO. 2 AS FOLLOWS:

1. Recreation Center Maintenance Fee. An annual “Recreation Center Maintenance Fee” is hereby established on all property located within the boundaries of the District, as more particularly described in **Exhibit A** attached hereto and as the same may be adjusted from time to time. If property not currently within the District is subsequently included within the District’s boundaries, it shall become subject to the Recreation Center Maintenance Fee upon the recordation of the order for inclusion thereof. The Board of Directors of the District will establish the amount of the Recreation Center Maintenance Fee annually, and the District will bill each owner of real property within the District (the “Owners”) by December 31 for the upcoming calendar year. The Recreation Center Maintenance Fee shall then become due and owing on January 31 for that calendar year. The Board of Directors may take action to further adjust the amount of the Recreation Center Maintenance Fee from time to time. Information regarding the then-current Recreation Center Maintenance Fee amount will also be available from the District manager.

2. Use of Proceeds. The District hereby directs that the proceeds of the District’s Recreation Center Maintenance Fee be paid to District No. 1 to fund the costs of operating and maintaining the recreation center in accordance with the Operations IGA. The District hereby covenants for the benefit of the Owners that all proceeds of the Recreation Center Maintenance Fee imposed and collected hereunder shall not be used for any other purpose.

3. Delinquent Payments. Any Recreation Center Maintenance Fee that is not paid in full when due shall be assessed a late fee of 5% per month, not to exceed 25% of the amount due, pursuant to Section 29-1-1102(3), C.R.S. Interest will also accrue on any due and unpaid Recreation Center Maintenance Fee, exclusive of said assessed late fee, at the rate of 18% per annum, pursuant to Section 29-1-1102(7), C.R.S. All Recreation Center Maintenance Fees, late fees, and penalty interest shall be paid to the District in immediately available funds.

4. Lien. Until paid, the annual Recreation Center Maintenance Fee shall constitute a perpetual lien on and against the Owner’s property, and any such lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics’ liens as provided in Section 32-1-1001(1)(j)(I), C.R.S.

5. Collection Efforts. The District shall be entitled to charge any and all legal fees and expenses incurred for collection efforts to Owners for said collection efforts. Furthermore, the District hereby covenants that, in the event the lien imposed hereby is purported to be extinguished as the result of any foreclosure proceeding, the District will reassert such lien as a perpetual lien until paid, as authorized pursuant to Section 32-1-1001(1)(j)(I), C.R.S.

6. Severability. If any clause or provision of this Resolution is adjudged invalid and/or unenforceable by a court of competent jurisdiction or by operation of any law, such clause or provision shall not affect the validity of this Resolution as a whole, but shall be severed herefrom, leaving the remaining terms intact and enforceable.

7. Effective Date; Recording. This Resolution shall take effect upon the adoption and approval of the Board of Directors of the District and shall be recorded in the office of the

Grand County Clerk and Recorder against the real property located within the District.


ADOPTED AND APPROVED this 3rd day of December 2019.

ROAM METROPOLITAN DISTRICT NO. 2



By: Eric Mason, President

ATTEST:



By: ALAN D. POGUE
Its: GENERAL COUNSEL

EXHIBIT A
LEGAL DESCRIPTION

RESOLUTION NO. 2019 - 12 - 6
BOARD OF DIRECTORS OF
ROAM METROPOLITAN DISTRICT NO. 3

A RESOLUTION PROVIDING FOR THE IMPOSITION OF A RECREATION CENTER MAINTENANCE FEE

WHEREAS, Roam Metropolitan District No. 3 (the "District"), along with Roam Metropolitan District No. 1 ("District No. 1"), and Roam Metropolitan District No. 2 ("District No. 2,") (collectively the "Districts") were formed pursuant to Sections 32-1-101 *et seq.*, Colorado Revised Statutes ("C.R.S.") as amended, by order of the District Court for Grand County, Colorado, and after approval of the eligible electors of the Districts at an organizational election held on November 6, 2018, for the purpose of assisting in the financing and development of the area generally known as the Roam Development (the "Development"); and

WHEREAS, on August 7, 2018, the Town Council of the Town of Winter Park, Colorado approved the "Consolidated Service Plan for Roam Metropolitan Districts Nos. 1, 2, and 3" (the "Service Plan") for the purpose of providing certain parameters for the financing and operation of improvements within the Development; and

WHEREAS, pursuant to Section 32-1-1001(1)(j), C.R.S., the District is authorized to fix and impose fees, rates, tolls, charges, and penalties for services or facilities provided by the District which, until paid, shall constitute a perpetual lien on and against the property served, and any such lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics' liens; and

WHEREAS, the Service Plan similarly empowers the District to impose fees, rates, tolls, charges, and penalties for services and facilities; and

WHEREAS, pursuant to an Intergovernmental Agreement Concerning District Operations among the Districts dated December 21, 2018 (the "Operations IGA"), District No. 1 will own and operate the Districts' public improvements for the benefit of the Districts and the property owners and residents thereof, and District Nos. 2 and 3 will assist in funding the same; and

WHEREAS, one of the public improvements the Districts anticipate District No. 1 to own and operate in accordance with the Operations IGA is a recreation center; and

WHEREAS, in order to defray a portion of the recreation center operation and maintenance costs, the District desires to impose an annual recreation center maintenance fee against all property within the boundaries of the District and direct the proceeds thereof be paid to District No. 1 to fund the same pursuant to the Operations IGA.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ROAM METROPOLITAN DISTRICT NO. 3 AS FOLLOWS:

1. Recreation Center Maintenance Fee. An annual “Recreation Center Maintenance Fee” is hereby established on all property located within the boundaries of the District, as more particularly described in **Exhibit A** attached hereto and as the same may be adjusted from time to time. If property not currently within the District is subsequently included within the District’s boundaries, it shall become subject to the Recreation Center Maintenance Fee upon the recordation of the order for inclusion thereof. The Board of Directors of the District will establish the amount of the Recreation Center Maintenance Fee annually, and the District will bill each owner of real property within the District (the “Owners”) by December 31 for the upcoming calendar year. The Recreation Center Maintenance Fee shall then become due and owing on January 31 for that calendar year. The Board of Directors may take action to further adjust the amount of the Recreation Center Maintenance Fee from time to time. Information regarding the then-current Recreation Center Maintenance Fee amount will also be available from the District manager.

2. Use of Proceeds. The District hereby directs that the proceeds of the District’s Recreation Center Maintenance Fee be paid to District No. 1 to fund the costs of operating and maintaining the recreation center in accordance with the Operations IGA. The District hereby covenants for the benefit of the Owners that all proceeds of the Recreation Center Maintenance Fee imposed and collected hereunder shall not be used for any other purpose.

3. Delinquent Payments. Any Recreation Center Maintenance Fee that is not paid in full when due shall be assessed a late fee of 5% per month, not to exceed 25% of the amount due, pursuant to Section 29-1-1102(3), C.R.S. Interest will also accrue on any due and unpaid Recreation Center Maintenance Fee, exclusive of said assessed late fee, at the rate of 18% per annum, pursuant to Section 29-1-1102(7), C.R.S. All Recreation Center Maintenance Fees, late fees, and penalty interest shall be paid to the District in immediately available funds.

4. Lien. Until paid, the annual Recreation Center Maintenance Fee shall constitute a perpetual lien on and against the Owner’s property, and any such lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics’ liens as provided in Section 32-1-1001(1)(j)(I), C.R.S.


5. Collection Efforts. The District shall be entitled to charge any and all legal fees and expenses incurred for collection efforts to Owners for said collection efforts. Furthermore, the District hereby covenants that, in the event the lien imposed hereby is purported to be extinguished as the result of any foreclosure proceeding, the District will reassert such lien as a perpetual lien until paid, as authorized pursuant to Section 32-1-1001(1)(j)(I), C.R.S.

6. Severability. If any clause or provision of this Resolution is adjudged invalid and/or unenforceable by a court of competent jurisdiction or by operation of any law, such clause or provision shall not affect the validity of this Resolution as a whole, but shall be severed herefrom, leaving the remaining terms intact and enforceable.

7. Effective Date; Recording. This Resolution shall take effect upon the adoption and approval of the Board of Directors of the District and shall be recorded in the office of the Grand County Clerk and Recorder against the real property located within the District.


ADOPTED AND APPROVED this 3rd day of December 2019.

ROAM METROPOLITAN DISTRICT NO. 3



By: Eric Mason, President

ATTEST:



By: ALAN DROGUE
Its: GENERAL COUNSEL

EXHIBIT A
LEGAL DESCRIPTION