

ROAM METROPOLITAN DISTRICT NOS. 1, 2 & 3

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 · 800-741-3254
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NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expires:</u>
Jolene Larson	Assistant Secretary	2022/May 2022
Robert Cyman		2022/May 2022
VACANT		2023/May 2023
VACANT		2023/May 2023
VACANT		2022/May 2022

DATE: March 26, 2021

TIME: 11:00 a.m.

PLACE: DUE TO CONCERNS REGARDING THE SPREAD OF THE CORONAVIRUS (COVID-19) AND THE BENEFITS TO THE CONTROL OF THE SPREAD OF THE VIRUS BY LIMITING IN-PERSON CONTACT, THIS DISTRICT BOARD MEETING WILL BE HELD BY CONFERENCE CALL WITHOUT ANY INDIVIDUALS (NEITHER DISTRICT REPRESENTATIVES NOR THE GENERAL PUBLIC) ATTENDING IN PERSON. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE CALL IN TO THE CONFERENCE BRIDGE AT **1-877-250-4161** AND WHEN PROMPTED, DIAL IN THE PASSCODE OF **8144161**.

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

B. Approve Agenda; confirm location of the meeting and posting of meeting notices and designate 24-hour posting location.

C. Review and approve the Minutes of the December 1, 2020 Special Meeting (enclosure).

D. Acknowledge resignation of Melinda Besse from the Boards of Directors of Districts 1, 2, and 3, effective February 22, 2021.

E. Consider appointment of Chip Besse to fill a vacancy on the Boards of Directors of Districts 1, 2, and 3.

F. Administer Oaths of Office and consider election of Officers:

President _____
Treasurer _____
Secretary _____
Asst. Secretary _____
Asst. Secretary _____

II. PUBLIC COMMENT

A. Members of the public may express their views to the Board on matters that affect the Districts. Comments will be limited to three (3) minutes per person.

III. FINANCIAL MATTERS

A. Review and ratify the approval of the payment of District No. 1 claims for the period ending as follows (enclosures):

Fund	Period Ending Dec. 11, 2020	Period Ending January 12, 2021	Period Ending Feb. 17, 2021
General	\$ 8,716.09	\$ 3,446.00	\$ 10,331.21
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-
Total	\$ 8,716.09	\$ 3,446.00	\$ 10,331.21

B. Review and accept the unaudited financial statements through the period ending December 31, 2020 and Schedule of Cash Position as of December 31, 2020 for District No. 1 (enclosure).

IV. LEGAL MATTERS

A. Consider and approve First Amendment to Intergovernmental Agreement among the Town of Winter Park, District No. 1, District No. 2, and District No. 3 (enclosure).

B. Consider and approve Public Improvement Escrow Agreement among the Town of Winter Park, District No. 1, Escrow Agent, and Fraser River Development Co LLC (enclosure).

- C. Consider and approve Second Amendment to 2020 Funding and Reimbursement Agreement with Fraser River Development CO LLC, and in connection therewith, Refund Original 2021 Subordinate Note and Issue a New 2021 Subordinate Note for Reimbursement of O&M Advances, increasing the amount from \$160,000 to \$350,000 (enclosure).
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- D. Consider and approve Work Order No. 3 to Master Services Agreement with Independent District Engineering Services, LLC (enclosure).
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V. CAPTIAL PROJECTS/OPERATIONS AND MAINTENANCE MATTERS

- A. Discuss Phase I work awaiting Town initial acceptance and escrow/surety for the same (enclosure).
-

- B. Review and consider approval/status of Cost Certification Report No. 5 prepared by IDES in the amount of \$1,052,396.71 (enclosure).
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- C. Review and consider approval/status of Cost Certification Report No. 6 prepared by IDES in the amount of \$12,334.82 (enclosure).
-

VI. OTHER MATTERS

- A. _____
-

VII. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR JUNE 25, 2021.**

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 1, 2020

A Special Meeting of the Boards of Directors (the “Boards”) of the Roam Metropolitan District Nos. 1, 2 and 3 (referred to hereafter as “District No. 1”, “District No. 2” and “District No. 3,” and collectively, the “Districts”) was duly held on Tuesday, the 1st day of December, 2020, at 9:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person. The meeting was open to the public via conference call as follows: 1-877-250-4161; passcode 8144161.

Directors In Attendance Were:

Melinda Besse
Jolene Larson

Also In Attendance Was:

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

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

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

Chip Besse and Bob Fanch; Fraser River Development Co LLC

Robert Cyman; Director candidate

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Attorney Pogue discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors. There were no new conflicts.

RECORD OF PROCEEDINGS

COMBINED MEETING

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these Minutes shall be deemed to be action of all of the Districts. Where necessary, action taken by an individual District will be so reflected in these Minutes.

ADMINISTRATIVE MATTERS

Agenda: Mr. Ruthven reviewed with the Boards a proposed Agenda for the Districts' Special Meeting.

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

Minutes: The Boards reviewed the Minutes of the September 17, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Besse, seconded by Director Larson and, upon vote unanimously carried, the Boards approved the Minutes of the September 17, 2020 Special Meeting.

Resignation of Director: The Boards of District Nos. 1, 2 and 3 each acknowledged the resignation of Director Suzanne Fanch effective as of October 19, 2020.

Appointment of Director: The Board considered the appointment of Mr. Cyman to fill a vacancy on the Board of Directors of District No. 1, District No. 2 and District No. 3.

Following discussion, upon motion duly made by Director Larson, seconded by Director Besse and, upon vote, unanimously carried, the Boards of District No. 1, District No. 2 and District No. 3 each appointed Mr. Cyman to fill a vacant position on the respective Board of Directors. The Oath of Office was administered by Director Besse.

2021 Regular Meeting Dates: The Board entered into discussion regarding the 2021 Regular Meetings. The Board confirmed the Regular Meetings were set for March 26, June 25, September 24 and December 1, 2021. The meetings will be held at 11:00 a.m., at Green Spaces Location in Winter Park, 78311 U.S. Highway 40, Building G, Winter Park, Colorado 80482.

Resolution No. 2020-12-01; 2021 Annual Administrative Matters: The Board reviewed Resolution No. 2020-12-01; 2021 Annual Administrative Matters.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Besse, seconded by Director Larson and, upon vote, unanimously carried, the Board adopted the Resolution No. 2020-12-01; 2021 Annual Administrative Matters.

District Website: Attorney Pogue reported to the Board there is a long backlog in getting the Statewide Internet Portal Authority (“SIPA”) to prepare the Districts’ website, but the Board directed SDMS to move forward with the process to establish a website with SIPA.

PUBLIC COMMENT

There were no public comments at this time.

FINANCIAL MATTERS

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

Fund	Period Ending Sept. 11, 2020	Period Ending Oct. 13, 2020	Period Ending Nov. 10, 2020
General	\$ 3,806.80	\$ 5,555.92	\$ 11,465.45
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-
Total	\$ 3,806.80	\$ 5,555.92	\$ 11,465.45

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

2020 Application for Exemption from Audit: The Board discussed the requirements for an audit.

Following discussion, upon motion duly made by Director Besse, seconded by Director Larson and, upon vote, unanimously carried, the Board approved the appointment of the District Accountant to prepare the Application for Exemption from Audit for 2020.

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

It was noted that publication of notice stating that the District No. 1 Board would consider adoption of a Resolution to Amend 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.

RECORD OF PROCEEDINGS

Following review and discussion, Director Larson moved to adopt the Resolution to Amend 2020 Budget and Appropriate Expenditures, Director Besse seconded the motion and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2020 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2021 Budget Hearing (District No. 1): The District No. 1 Board President opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of notice stating that the District No. 1 Board would consider adoption of the 2021 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 2020 expenditures and the proposed 2021 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2020-12-02 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-12-03 to Set Mill Levies (for the General Fund at 55.664 mills, for a total of 55.664 mills). Upon motion duly made by Director Besse, seconded by Director Larson and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget was authorized, subject to receipt of the final Certification of Assessed Valuation from the County on or before December 10, 2020. The District Accountant was directed to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. A copy of the adopted Resolutions are attached to these Minutes and incorporated herein by this reference.

2021 Budget Hearing (District No. 2): The District No. 2 Board President opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of notice stating that the District No. 2 Board would consider adoption of the 2021 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 2020 expenditures and the proposed 2021 expenditures.

RECORD OF PROCEEDINGS

Following discussion, the Board considered the adoption of Resolution No. 2020-12-02 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-12-03 to Set Mill Levies (for the General Fund at 55.664 mills, for a total of 55.664 mills). Upon motion duly made by Director Besse, seconded by Director Larson and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget was authorized, subject to receipt of the final Certification of Assessed Valuation from the County on or before December 10, 2020. The District Accountant was directed to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. A copy of the adopted Resolutions is attached to these Minutes and incorporated herein by this reference.

2021 Budget Hearing (District No. 3): The District No. 3 Board President opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of notice stating that the District No. 3 Board would consider adoption of the 2021 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 2020 expenditures and the proposed 2021 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2020-12-02 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-12-03 to Set Mill Levies (for the General Fund at 55.664 mills, for a total of 55.664 mills). Upon motion duly made by Director Besse, seconded by Director Larson and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget was authorized, subject to receipt of the final Certification of Assessed Valuation from the County on or before December 10, 2020. The District Accountant was directed to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. A copy of the adopted Resolutions 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.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Larson, 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

Proposal with the Town of Winter Park: Attorney Pogue reported to the Board he has been working with Mr. Besse and the Town of Winter Park to modify the surety requirements for public improvement construction to allow for a cash escrow deposit that can be drawn down to pay contractors as the work is completed in lieu of other Town public improvement surety requirements. The Town is expected to act on the modification by amending its Town Code at its first meeting in January 2021.

First Amendment to 2020 Funding and Reimbursement Agreement with Fraser River Development CO LLC, and in connection therewith, Refund 2020 Subordinate Note and Issue a 2021 Subordinate Note for Reimbursement of O&M Advances (District No. 1): Attorney Pogue reviewed with the Board of District No. 1 a First Amendment to 2020 Funding and Reimbursement Agreement with Fraser River Development CO LLC, and in connection therewith, Refunding of its 2020 Subordinate Note and Issuance of a 2021 Subordinate Note for Reimbursement of O&M Advances.

Following discussion, upon motion duly made by Director Besse, seconded by Director Larson and, upon vote, unanimously carried, the District No. 1 Board approved the First Amendment to 2020 Funding and Reimbursement Agreement with Fraser River Development CO LLC, and in connection therewith, Refunding of its 2020 Subordinate Note and Issuance of a 2021 Subordinate Note for Reimbursement of O&M Advances.

CAPITAL PROJECTS

Cost Certificate Report No. 4 (District No. 1): Ms. Fiore presented the District No. 1 Board the Cost Certificate Report No. 4 prepared by Independent District Engineering Services (“IDES”), in the amount of \$1,461,535.66.

Following discussion, upon motion duly made by Director Larson, seconded by Director Besse and, upon vote, unanimously carried, the Board of District No. 1 approved Cost Certification No. 4 prepared by IDES, in the amount of \$1,461,535.66.

RECORD OF PROCEEDINGS

OTHER BUSINESS

District Roads: Mr. Besse asked about the need to keep roads in the District open this winter as there is currently no public use, and the Board and Attorney Pogue discussed.

ADJOURNMENT

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

Respectfully submitted,

By _____
Secretary for the Meeting

**CERTIFIED COPY OF RESOLUTION
ROAM METROPOLITAN DISTRICT NOS. 1 – 3
2021 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

At a special meeting of the Boards of Directors of Roam Metropolitan District Nos. 1 – 3, Town of Winter Park, Grand County, Colorado (the “Districts”), held on Tuesday, December 1, 2020, at 9:00 a.m. via Conference Call due to the State of Emergency declared by Governor Polis and the threat to health and safety posed by the COVID-19 pandemic.

The following were present:

Melinda G. Besse, President
Jolene Larson, Assistant Secretary
Robert Cyman, Director

Also in attendance were:

Jim Ruthven, Special District Management Services, Inc.;
Chip Besse and Bob Fanch, 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 Besse 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, 2021, 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 (60) days prior to and not later than January 15, 2021, 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 2022 budgets for the Districts to the Boards by October 15, 2021, 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, 2021; 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, 2021, 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, 2021, 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, 2021 and filed with the State Auditor by July 31, 2021.

9. The Boards direct its staff to prepare the Unclaimed Property Act report and forward the report to the State Treasurer by November 1, 2021 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 Section 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 Section 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 (45) 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 (30) 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 (30) 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 seventy-two (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 (24) 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 3, 2019, April 14, 2020, June 26, 2020, and September 17, 2020 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 Section 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. On March 10, 2020, Governor Polis declared a State of Emergency due to the threat to the health, welfare and safety of persons in Colorado posed by the COVID-19 pandemic. Until such time the State of Emergency is lifted and it is deemed safe to hold Board meetings at the physical location identified in the Districts' Meeting Resolution, the Boards acknowledge, agree and declare that the Districts have held and shall continue to hold all meetings virtually that allow for public access virtually and/or telephonically as provided in the Districts' meeting notices. Any further changes to the time, date, and location of District meetings shall be set forth in an amendment to the Meeting Resolution.

26. 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 (Section 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.

27. 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.

[Remainder of Page Intentionally Left Blank]

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

ADOPTED AND APPROVED THIS 1ST DAY OF DECEMBER 2020.

ROAM METROPOLITAN DISTRICT NOS. 1 – 3

By: MJBesse
Melinda Besse, President

CERTIFICATION OF RESOLUTION

I, Alan D. Pogue, General Counsel 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, this 1st day of December, 2020.

By: *Alan D. Pogue*
Alan D. Pogue, General Counsel



EXHIBIT A

**Minutes from the
December 3, 2019
April 14, 2020
June 26, 2020
and September 17, 2020
Meetings of the Board**

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

RECORD OF PROCEEDINGS

COMBINED MEETING

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these Minutes shall be deemed to be action of all of the Districts (“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

RECORD OF PROCEEDINGS

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.

RECORD OF PROCEEDINGS

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

RECORD OF PROCEEDINGS

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.

RECORD OF PROCEEDINGS

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

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICT NOS. 1, 2 AND 3 HELD APRIL 14, 2020

A Special Meeting of the Boards of Directors (the “Boards”) of the Roam Metropolitan District Nos. 1, 2 and 3 (referred to hereafter as “District No. 1”, “District No. 2” and “District No. 3,” and collectively, the “Districts”) was duly held on Tuesday, the 14th day of April, 2020, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call without any individuals (neither District Representatives nor the General Public) attending in person. The meeting was open to the public via conference call.

Directors In Attendance Were:

Melinda Besse
Suzanne Fanch

Also In Attendance Was:

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

**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

RECORD OF PROCEEDINGS

COMBINED MEETING

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these Minutes shall be deemed to be action of all of the Districts (“Districts”). Where necessary, action taken by an individual District will be so reflected in these Minutes.

ADMINISTRATIVE MATTERS

Agenda: Mr. Ruthven reviewed with the Boards a proposed Agenda for the Districts’ Special Meeting.

Following discussion, upon motion duly made by Director Fanch, 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 December 3, 2019 Special Meeting.

Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote unanimously carried, the Boards approved the Minutes of the December 3, 2019 Special Meeting.

Resignation of Director: The resignation of Director Eric Mason as President to the Board of Directors, effective as of April 5, 2020 was acknowledged.

It was noted that Jolene Larson would be appointed at the June 26, 2020 Board Meeting.

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

Following discussion, upon motion duly made by Director Fanch seconded by Director Besse and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Melinda Besse
Treasurer/Secretary	Suzanne Fanch

PUBLIC COMMENT

There were no public comments at this time.

RECORD OF PROCEEDINGS

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims from October 2019 through March 2020, in the amount of \$31,177.07.

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

LEGAL MATTERS

Public Hearings on the Inclusion of Land Owned by Fraser River Development Co LLC for the Roam Metropolitan District Nos 1, 2, and 3: President Besse opened the public hearings to consider three proposed inclusions.

It was noted that publication of Notice stating that the Boards would consider the inclusion of the property and the date, time and place of the public hearings was made in a newspaper having general circulation within the Districts. No written objections were received prior to these public hearings. No public comments were received and the public hearings were closed.

Following discussion, upon motion duly made by Director Besse, seconded by Director Fanch and, upon vote, unanimously carried, the Boards approved the inclusion of the properties as described in the Petitions. Copies of Resolution Nos. 2020-04-01 for Inclusion are attached hereto and incorporated herein by this reference.

Public Hearing on the Exclusion of Land Owned by Fraser River Development Co LLC for Roam Metropolitan District No. 1.: President Besse opened the public hearing to consider one proposed exclusion.

It was noted that publication of Notice stating that the Board would consider the exclusion of the property 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.

Following discussion, upon motion duly made by Director Besse, seconded by Director Fanch and, upon vote, unanimously carried, the Board approved the exclusion of the property as described in the Petition. A copy of the Resolution No. 2020-04-02 for Exclusion is attached hereto and incorporated herein by this reference.

RECORD OF PROCEEDINGS

It was noted that Mr. Besse asked why these parcels were not originally included in the Districts. Attorney Pogue explained that these inclusions and exclusion are common as development plans and timelines evolve over the course a project.

CAPITAL PROJECTS

Cost Certificate Report No. 1: Ms. Fiore presented the Board the Cost Certificate Report No. 1 prepared by Independent District Engineering Services (“IDES”), in the amount of \$4,483,047.27.

Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board approved Cost Certification No. 1 prepared by IDES, in the amount of \$4,483,047.27.


OTHER BUSINESS

There were no other business matters at this time.

ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROAM METROPOLITAN DISTRICT NOS. 1, 2 AND 3 HELD JUNE 26, 2020

A Special Meeting of the Boards of Directors (the “Boards”) of the Roam Metropolitan District Nos. 1, 2 and 3 (referred to hereafter as “District No. 1”, “District No. 2” and “District No. 3,” and collectively, the “Districts”) was duly held on Friday, the 26th day of June 26, 2020, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person. The meeting was open to the public via conference call.

Directors In Attendance Were:

Melinda Besse
Suzanne Fanch

Also In Attendance Was:

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

**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.

RECORD OF PROCEEDINGS

COMBINED MEETING

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these Minutes shall be deemed to be action of all of the Districts. Where necessary, action taken by an individual District will be so reflected in these Minutes.

ADMINISTRATIVE MATTERS

Agenda: Mr. Ruthven reviewed with the Boards a proposed Agenda for the Districts' Special Meeting.

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

Minutes: The Boards reviewed the Minutes of the April 14, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote unanimously carried, the Boards approved the Minutes of the April 14, 2020 Special Meeting.

Consideration of Board Appointment After Publication of Notice of Vacancy:

It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy for each of the Districts' Boards was made on March 26, 2020 in the Middle Park Times. No letters of interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, following discussion and upon motion to nominate Jolene Larson to fill a vacant Board seat on the District No. 1 Board of Directors until May 2022 duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board of Directors of District No. 1 appointed Jolene Larson to fill a vacancy on the Board of Directors of District No. 1.

Following discussion and upon motion to nominate Jolene Larson to fill a vacant Board seat on the District No. 2 Board of Director until May 2022 duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board of Directors of District No. 2 appointed Jolene Larson to fill a vacancy on the Board of Directors of District No. 2.

Following discussion and upon motion to nominate Jolene Larson to fill a vacant Board seat on the District No. 3 Board of Director until May 2022 duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board of Directors of District No. 3 appointed Jolene Larson to fill a vacancy on the Board of Directors of District No. 3.

RECORD OF PROCEEDINGS

The Oaths of Director were administered by Director Besse as President of each of the Boards.

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

Following discussion, upon motion duly made by Director Fanch seconded by Director Besse and, upon vote, unanimously carried, the following slate of officers was appointed to each of District No. 1, District No. 2, and District No. 3:

President	Melinda Besse
Treasurer/Secretary	Suzanne Fanch
Assistant Secretary	Jolene Larson

PUBLIC COMMENT There were no public comments at this time.

FINANCIAL MATTERS

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

Fund	Period Ending Apr. 6, 2020	Period Ending May 12, 2020	Period Ending June 17, 2020
General	\$ 36,484.10	\$ 6,414.95	\$ 10,088.64
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-
Total	\$ 36,484.10	\$ 6,414.95	\$ 10,088.64

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

Bill.com: Mr. Ruthven discussed with the Board Bill.com. He noted the benefits of using Bill.com for processing District payables.

Following discussion, upon motion duly made by Director Besse, seconded by Director Fanch and, upon vote, unanimously carried, the Boards approved the use of Bill.com and determined that Directors Besse and Larson will be the two approvers for the Boards.

The Boards directed SDMS to set up the service and transmit emails to the approvers explaining the process.

RECORD OF PROCEEDINGS

District No. 1 and District No. 2 - 2019 Applications for Exemption from Audit: The Boards of District Nos. 1 and 2, reviewed the Applications for Exemption from 2019 Audit.

Following review and discussion, upon motion duly made by Director Larson, seconded by Director Fanch and, upon vote, unanimously carried, the Boards of District Nos. 1 and 2 ratified approval of the preparation, execution and filing of the Applications for Exemption from 2019 Audit for District Nos. 1 and 2, respectively.

Application for Exemption from Audit for 2018 and 2019 for District No. 3: The Board discussed the Application from Audit for 2018 and 2019. Mr. Ruthven explained to the Board that the 2018 application had been lost and was recently re-submitted to the State Auditor for approval.

Following discussion, upon motion duly made by Director Besse, seconded by Director Fanch and, upon vote, unanimously carried, the Board approved the Application for Exemption from Audit for 2019.

2021 Budget Preparation: The Board discussed the preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 Budget. The Boards determined to hold the public hearings to consider adoption of the 2021 Budgets on Friday, November 20, 2020 at 11:00 a.m. at the regular meeting location. It was noted that the Preliminary Assessed Valuation deadlines have been backed up to October 13, 2020 due to COVID-19.

LEGAL MATTERS

Negotiations of a Public Improvement Escrow Agreement: Attorney Pogue provided an update on the status of negotiation of Public Improvement Escrow Agreement with the Town of Winter Park regarding security for public improvement construction.

CAPITAL PROJECTS

Cost Certificate Report No. 2: Ms. Fiore presented the District No. 1 Board the Cost Certificate Report No. 2 prepared by Independent District Engineering Services (“IDES”), in the amount of \$104,637.53.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Fanch, seconded by Director Besse and, upon vote, unanimously carried, the Board of District No. 1 approved Cost Certification No. 1 prepared by IDES, in the amount of \$104,637.53.


OTHER BUSINESS

There were no other business matters at this time.

ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting

RECORD OF PROCEEDINGS

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

A Special Meeting of the Boards of Directors (the “Boards”) of the Roam Metropolitan District Nos. 1, 2 and 3 (referred to hereafter as “District No. 1”, “District No. 2” and “District No. 3,” and collectively, the “Districts”) was duly held on Thursday, the 17th day of September, 2020, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person. The meeting was open to the public via conference call.

Directors In Attendance Were:

Melinda Besse
Suzanne Fanch
Jolene Larson

Also In Attendance Was:

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

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

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

Chip Besse and Bob Fanch; Fraser River Development Co LLC

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Attorney Pogue discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors. There were no new conflicts.

RECORD OF PROCEEDINGS

COMBINED MEETING

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these Minutes shall be deemed to be action of all of the Districts. Where necessary, action taken by an individual District will be so reflected in these Minutes.

ADMINISTRATIVE MATTERS

Agenda: Mr. Ruthven reviewed with the Boards a proposed Agenda for the Districts' Special Meeting.

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

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

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

PUBLIC COMMENT

There were no public comments at this time.

FINANCIAL MATTERS

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

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

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

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

RECORD OF PROCEEDINGS

LEGAL MATTERS

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

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

CAPITAL PROJECTS

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

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

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

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

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

OTHER BUSINESS

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

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

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

RECORD OF PROCEEDINGS

ADJOURNMENT

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

Respectfully submitted,

By Jolene Larson
Secretary for the Meeting

TITLE	Roam MD Nos. 1-3, Adopted and Approved Documents
FILE NAME	Annual Admi...(ROAM1).pdf and 6 others
DOCUMENT ID	4d7abd0d48482c6563c20250a4e2bc068bd229a7
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RESOLUTION NO. 2020 - 12 - 02
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 1
TO ADOPT THE 2021 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 2021 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, 2020, 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 1, 2020, 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 2021 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 1st day of December, 2020.

Jolene Larson

Secretary

(SEAL)

EXHIBIT A
(Budget)

ROAM METROPOLITAN DISTRICT NO. 1

2021 Budget Message

Introduction

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 2021 budget was prepared in accordance with the Local Government Budget Law of Colorado. The budget reflects the projected spending plan for the 2021 fiscal year based on available revenues. This budget provides for the general operation of the District and facilitation of capital project expenditures.

The District's 2020 assessed value increased 392.83% to \$29,620 from \$7,540. The District certified a General Fund mill levy of 55.664 mills for taxes to be collected in the 2021 fiscal year.

Budgetary Basis of Accounting

The District uses fund accounting to budget and report on the financial position and results of operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain governmental functions. The various funds determine the total District budget. All of the District's funds are considered Governmental Funds and are reported using the current financial resources and the modified accrual basis of accounting. Revenues are recognized when they are measurable and available. Revenues are considered available when they are collectible within the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures, other than the interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation paid.

Fund Summaries

The **General Fund** is used to account for resources traditionally associated with government such as property taxes, specific ownership tax and expenditures which include District administration, legal services, and other expenses related to statutory operations of a local government.

The **Capital Projects Fund** is used to account for revenues and expenditures to complete public improvements.

Emergency Reserve

As required under Article X, Section 20 of the Colorado Constitution, the District has provided for an Emergency Reserve in the amount of 3% of the total fiscal year revenues in the General Fund.

ROAM METROPOLITAN DISTRICT NO 1
Assessed Value, Property Tax and Mill Levy Information

2019 Actual	2020 Adopted Budget	2021 Adopted Budget
----------------	------------------------	------------------------

Assessed Valuation	\$	-	\$	7,540	\$	29,620
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Mill Levy

General Fund	-	-	-	-	-	55.664
Debt Service Fund	-	-	-	-	-	-
Refunds and Abatements	-	-	-	-	-	-

Total Mill Levy	-	-	-	-	-	<u>55.664</u>
------------------------	---	---	---	---	---	---------------

Property Taxes

General Fund	\$	-	\$	-	\$	1,649
Debt Service Fund	-	-	-	-	-	-
Refunds and Abatements	-	-	-	-	-	-

Actual/Budgeted Property 1	\$	-	\$	-	\$	<u>1,649</u>
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ROAM METROPOLITAN DISTRICT NO 1

**GENERAL FUND
2021 Adopted Budget
with 2019 Actual and 2020 Estimated**

	2019 Actual	2020 Estimated	2021 Adopted Budget
BEGINNING FUND BALANCE	\$ -	\$ -	\$ 5,872
REVENUE			
Property Taxes	-	-	1,649
Specific Ownership Taxes	-	-	99
Developer Advances	-	110,000	200,000
Transfer from District No. 2	-	-	3,152
Transfer from District No. 3	-	-	59
Total Revenue	-	110,000	204,959
Total Funds Available	-	110,000	210,831
EXPENDITURES			
Accounting and Finance	-	10,500	10,500
District Management	-	18,000	12,500
Election	-	179	-
Insurance	-	8,449	10,000
Legal	-	65,000	25,000
Office, Dues, Newsletters & Other	-	2,000	1,000
Treasurer's Fees	-	-	25
Road Maintenance	-	-	25,000
Landscape Maintenance	-	-	50,000
River Maintenance	-	-	10,000
Contingency	-	-	50,000
Reserve	-	-	52
Total Expenditures	-	104,128	194,077
Total Expenditures Requiring Appropriation	-	104,128	194,077
ENDING FUND BALANCE	\$ -	\$ 5,872	\$ 16,754

ROAM METROPOLITAN DISTRICT NO 1

**CAPITAL PROJECTS FUND
2021 Adopted Budget
with 2019 Actual and 2020 Estimated**

	2019 Actual	2020 Estimated	2021 Adopted Budget
BEGINNING FUND BALANCE	\$ -	\$ -	\$ (16,000)
REVENUE			
Developer Advances	-	-	100,000
Total Revenue	-	-	100,000
Total Funds Available	-	-	84,000
EXPENDITURES			
Engineering	-	16,000	80,000
Total Expenditures	-	16,000	80,000
Total Expenditures Requiring Appropriation	-	16,000	80,000
ENDING FUND BALANCE	\$ -	\$ (16,000)	\$ 4,000

I, Jolene Larson, 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 2021, duly adopted at a meeting of the Board of Directors of the Roam Metropolitan District No. 1 held on December 1, 2020.

By: Jolene Larson
Secretary

RESOLUTION NO. 2020 - 12 - 03
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 2021 annual budget in accordance with the Local Government Budget Law on December 1, 2020; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2021 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 2021 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 2021 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 1st day of December, 2020.



Secretary

(SEAL)

EXHIBIT A
(Certification of Tax Levies)

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Grand County, Colorado.

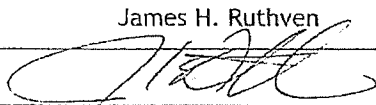
On behalf of the Roam Metropolitan District No. 1
 (taxing entity)^A
 the Board of Directors
 (governing body)^B
 of the Roam Metropolitan District No. 1
 (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 29,620 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: \$ 29,620 (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: 12/09/2020 for budget/fiscal year 2021
 (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	55.664 mills	\$ 1,649
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< 0.000 > mills	\$ < 0 >
SUBTOTAL FOR GENERAL OPERATING:	55.664 mills	\$ 1,649
3. General Obligation Bonds and Interest ^J	0.000 mills	\$ 0
4. Contractual Obligations ^K	0.000 mills	\$ 0
5. Capital Expenditures ^L	0.000 mills	\$ 0
6. Refunds/Abatements ^M	0.000 mills	\$ 0
7. Other ^N (specify): _____	0.000 mills	\$ 0
	_____ mills	_____ \$
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	55.664 mills	\$ 1,649

Contact person: (print) James H. Ruthven Daytime phone: (303) 987-0835
 Signed:  Title: Director of Finance

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).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

- 1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

- 3. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

RESOLUTION NO. 2020 - 12 - 02
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 2
TO ADOPT THE 2021 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 2021 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, 2020, 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 1, 2020, 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 2021 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 1st day of December, 2020.

Jolene Larson

Secretary

(SEAL)

EXHIBIT A
(Budget)

ROAM METROPOLITAN DISTRICT NO. 2

2021 Budget Message

Introduction

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 2021 budget was prepared in accordance with the Local Government Budget Law of Colorado. The budget reflects the projected spending plan for the 2021 fiscal year based on available revenues. This budget provides for the general operation of the District.

The District's 2020 assessed value increased 2335.34% to \$54,180 from \$2,320. The District certified a General Fund mill levy of 55.664 mills for taxes to be collected in the 2021 fiscal year.

Budgetary Basis of Accounting

The District uses fund accounting to budget and report on the financial position and results of operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain governmental functions. The various funds determine the total District budget. All of the District's funds are considered Governmental Funds and are reported using the current financial resources and the modified accrual basis of accounting. Revenues are recognized when they are measurable and available. Revenues are considered available when they are collectible within the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures, other than the interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation paid.

Fund Summary

The **General Fund** is used to account for resources traditionally associated with government such as property taxes, specific ownership tax and expenditures which include District administration, legal services, and other expenses related to statutory operations of a local government. As all general fund expenditures are currently paid by Roam Metropolitan District No. 1, all net tax revenue is budgeted to be transferred to Roam Metropolitan District No. 1.

ROAM METROPOLITAN DISTRICT NO 2
Assessed Value, Property Tax and Mill Levy Information

	2019 Actual	2020 Adopted Budget	2021 Adopted Budget
Assessed Valuation	\$ -	\$ 2,320	\$ 54,180
Mill Levy			
General Fund	-	-	55.664
Debt Service Fund	-	-	-
Refunds and Abatements	-	-	-
Total Mill Levy	<u>-</u>	<u>-</u>	<u>55.664</u>
Property Taxes			
General Fund	\$ -	\$ -	\$ 3,016
Debt Service Fund	-	-	-
Refunds and Abatements	-	-	-
Actual/Budgeted Property Taxes	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,016</u>

ROAM METROPOLITAN DISTRICT NO 2

**GENERAL FUND
2021 Adopted Budget
with 2019 Actual and 2020 Estimated**

	2019 Actual	2020 Estimated	2021 Adopted Budget
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
REVENUE			
Property Taxes	-	-	3,016
Specific Ownership Taxes	-	-	181
Total Revenue	-	-	3,197
Total Funds Available	-	-	3,197
EXPENDITURES			
Treasurer's Fees	-	-	45
Total Expenditures	-	-	45
Transfers and Other Uses			
Transfer to District No. 1			3,152
Total Expenditures Requiring Appropriation	-	-	3,197
Replacement Reserve	-	-	-
Debt Service	-	-	-
ENDING FUND BALANCE	\$ -	\$ -	\$ (0)

I, Jolene Larson, 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 2021, duly adopted at a meeting of the Board of Directors of the Roam Metropolitan District No. 2 held on December 1, 2020.

By: Jolene Larson
Secretary

RESOLUTION NO. 2020 - 12 - 03
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 2021 annual budget in accordance with the Local Government Budget Law on December 1, 2020; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2021 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 2021 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 2021 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 1st day of December, 2020.

Jolene Larson

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. 2 (taxing entity)^A 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 \$ 54,180 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: \$ 54,180 (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: 12/09/2020 for budget/fiscal year 2021 (no later than Dec. 15) (mm/dd/yyyy) (yyyy)

Table with 3 columns: PURPOSE (see end notes for definitions and examples), LEVY², and REVENUE². Rows include General Operating Expenses, Temporary General Property Tax Credit, General Obligation Bonds and Interest, Contractual Obligations, Capital Expenditures, Refunds/Abatements, and Other. Total: 55.664 mills, \$ 3,016.

Contact person: (print) James H. Ruthven Daytime phone: (303) 987-0835 Signed: [Signature] Title: Director of Finance

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).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

3. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

RESOLUTION NO. 2020 - 12 - 02
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE ROAM METROPOLITAN DISTRICT NO. 3
TO ADOPT THE 2021 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 2021 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, 2020, 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 1, 2020, 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 2021 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 1st day of December, 2020.

Jolene Larson

Secretary

(SEAL)

EXHIBIT A
(Budget)

ROAM METROPOLITAN DISTRICT NO. 3

2021 Budget Message

Introduction

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 2021 budget was prepared in accordance with the Local Government Budget Law of Colorado. The budget reflects the projected spending plan for the 2021 fiscal year based on available revenues. This budget provides for the general operation of the District.

The District's 2020 assessed value increased 167.21% to \$1,020 from \$610. The District certified a General Fund mill levy of 55.664 mills for taxes to be collected in the 2021 fiscal year.

Budgetary Basis of Accounting

The District uses fund accounting to budget and report on the financial position and results of operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain governmental functions. The various funds determine the total District budget. All of the District's funds are considered Governmental Funds and are reported using the current financial resources and the modified accrual basis of accounting. Revenues are recognized when they are measurable and available. Revenues are considered available when they are collectible within the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures, other than the interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation paid.

Fund Summary

The **General Fund** is used to account for resources traditionally associated with government such as property taxes, specific ownership tax and expenditures which include District administration, legal services, and other expenses related to statutory operations of a local government. As all general fund expenditures are currently paid by Roam Metropolitan District No. 1, all net tax revenue is budgeted to be transferred to Roam Metropolitan District No. 1.

ROAM METROPOLITAN DISTRICT NO 3
Assessed Value, Property Tax and Mill Levy Information

2019 Actual	2020 Adopted Budget	2021 Adopted Budget
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Assessed Valuation	\$	-	\$	610	\$	1,020
Mill Levy						
General Fund		-		-		55.664
Debt Service Fund		-		-		-
Refunds and Abatements		-		-		-
Total Mill Levy		<u>-</u>		<u>-</u>		<u>55.664</u>
Property Taxes						
General Fund	\$	-	\$	-	\$	57
Debt Service Fund		-		-		-
Refunds and Abatements		-		-		-
Actual/Budgeted Property T	\$	<u>-</u>	\$	<u>-</u>	\$	<u>57</u>

ROAM METROPOLITAN DISTRICT NO 3

**GENERAL FUND
2021 Adopted Budget
with 2019 Actual and 2020 Estimated**

	2019 Actual	2020 Estimated	2021 Adopted Budget
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
REVENUE			
Property Taxes	-	-	57
Specific Ownership Taxes	-	-	3
Total Revenue	-	-	60
Total Funds Available	-	-	60
Treasurer's Fees	-	-	1
Total Expenditures	-	-	1
Transfers and Other Uses			
Transfer to District No. 1			59
Total Expenditures Requiring Appropriation	-	-	60
ENDING FUND BALANCE	\$ -	\$ -	\$ -

I, Jolene Larson, hereby certify that I am the duly appointed Secretary of the Roam Metropolitan District No. 3, and that the foregoing is a true and correct copy of the budget for the budget year 2021, duly adopted at a meeting of the Board of Directors of the Roam Metropolitan District No. 3 held on December 1, 2020.

By: Jolene Larson
Secretary

RESOLUTION NO. 2020 - 12 - 03
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 2021 annual budget in accordance with the Local Government Budget Law on December 1, 2020; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2021 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 2021 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 2021 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 1st day of December, 2020.

Jolene Larson

Secretary

(SEAL)

EXHIBIT A
(Certification of Tax Levies)

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Grand County, Colorado.

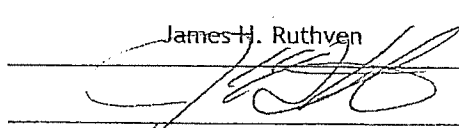
On behalf of the Roam Metropolitan District No. 3
 (taxing entity)^A
 the Board of Directors
 (governing body)^B
 of the Roam Metropolitan District No. 3
 (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 1,020 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: \$ 1,020 (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: 12/09/2020 for budget/fiscal year 2021
 (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	55.664 mills	\$ 57
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< 0.000 > mills	\$ < 0 >
SUBTOTAL FOR GENERAL OPERATING:	55.664 mills	\$ 57
3. General Obligation Bonds and Interest ^J	0.000 mills	\$ 0
4. Contractual Obligations ^K	0.000 mills	\$ 0
5. Capital Expenditures ^L	0.000 mills	\$ 0
6. Refunds/Abatements ^M	0.000 mills	\$ 0
7. Other ^N (specify): _____	0.000 mills	\$ 0
	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	55.664 mills	\$ 57

Contact person: (print) James H. Ruthven Daytime phone: (303) 987-0835
 Signed:  Title: Director of Finance

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).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

- 1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

- 3. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

ROAM Metropolitan District

Dec-20

Vendor	Invoice #	Date	Due Date	Amount	Account Number
IDES, LLC	21814	11/30/2020	11/30/2020	\$ 3,510.00	1690
Icenogle Seaver Pogue	18900	11/30/2020	11/30/2020	\$ 3,580.66	1675
Special District Management Services	D2 11/2020	11/30/2020	11/30/2020	\$ 56.00	1612
Special District Management Services	D2 11/2020	11/30/2020	11/30/2020	\$ 28.00	1680
Special District Management Services	D1 11/2020	11/30/2020	11/30/2020	\$ 658.00	1612
Special District Management Services	D1 11/2020	11/30/2020	11/30/2020	\$ 826.00	1680
Special District Management Services	D1 11/2020	11/30/2020	11/30/2020	\$ 29.43	1685
Special District Management Services	D3 11/2020	11/30/2020	11/30/2020	\$ 28.00	1680
				\$ 8,716.09	

**Roam 1-3 Metropolitan District
December-20**

	General	Debt	Enterprise	Totals
Disbursements	\$ 8,716.09	\$ -	\$ -	\$ 8,716.09
				\$ -
Total Disbursements from Checking Acct	\$8,716.09	\$0.00	\$0.00	\$8,716.09

ROAM Metropolitan District

Jan-21

Vendor	Invoice #	Date	Due Date	Amount	Account Number
Icenogle Seaver Pogue	19176	12/31/2020	12/31/2020	\$ 1,601.00	1675
Special District Management Services	D1 12/2020	12/31/2020	12/31/2020	\$ 616.00	1612
Special District Management Services	D1 12/2020	12/31/2020	12/31/2020	\$ 25.00	1680
Special District Management Services	D1 12/2020	12/31/2020	12/31/2020	\$ 616.00	1680
Special District Management Services	D2 12/2020	12/31/2020	12/31/2020	\$ 56.00	1612
Special District Management Services	D2 12/2020	12/31/2020	12/31/2020	\$ 238.00	1680
Special District Management Services	D3 12/2020	12/31/2020	12/31/2020	\$ 42.00	1612
Special District Management Services	D3 12/2020	12/31/2020	12/31/2020	\$ 252.00	1680
				\$ 3,446.00	

**Roam 1-3 Metropolitan District
January-21**

	General	Debt	Enterprise	Totals
Disbursements	\$ 3,446.00	\$ -	\$ -	\$ 3,446.00
				\$ -
Total Disbursements from Checking Acct	\$3,446.00	\$0.00	\$0.00	\$3,446.00

ROAM Metropolitan District No. 1

Feb-21

Vendor	Invoice #	Date	Due Date	Amount	Account Number
IDES, LLC	21815	12/31/2020	12/31/2020	\$ 1,377.50	1690
IDES, LLC	21816	1/31/2021	1/31/2021	\$ 2,864.00	1690
Icenogle Seaver Pogue	19376	1/31/2021	1/31/2021	\$ 3,287.09	1675
Special District Assocation	D2 2021 Dues	2/4/2021	2/4/2021	\$ 229.80	1670
Special District Assocation	D3 2021 Dues	2/4/2021	2/4/2021	\$ 225.09	1670
Special District Assocation	D1 2021 Dues	2/4/2021	2/4/2021	\$ 435.07	1670
Special District Management Services	D3 01/2021	1/31/2021	1/31/2021	\$ 28.00	1612
Special District Management Services	D3 01/2021	1/31/2021	1/31/2021	\$ 308.00	1680
Special District Management Services	D2 01/2021	1/31/2021	1/31/2021	\$ 42.00	1612
Special District Management Services	D2 01/2021	1/31/2021	1/31/2021	\$ 336.00	1680
Special District Management Services	D1 01/2021	1/31/2021	1/31/2021	\$ 672.00	1612
Special District Management Services	D1 01/2021	1/31/2021	1/31/2021	\$ 490.00	1680
Special District Management Services	D1 01/2021	1/31/2021	1/31/2021	\$ 36.66	1685
				\$ 10,331.21	

**Roam 1-3 Metropolitan District
February-21**

	<u>General</u>	<u>Debt</u>	<u>Enterprise</u>	<u>Totals</u>
Disbursements	\$ 10,331.21	\$ -	\$ -	\$ 10,331.21
				\$ -
Total Disbursements from Checking Acct	\$10,331.21	\$0.00	\$0.00	\$10,331.21

ROAM METROPOLITAN DISTRICT NO. 1
Schedule of Cash Position
December 31, 2020

	<u>Operating</u>
Checking:	
Cash in Bank - FirstBank	\$ 1,207.19
TOTAL FUNDS:	<u><u>\$ 1,207.19</u></u>

Board of Directors

- * Melinda Besse
- * Jolene Larson
- Rob Cyman

* Authorized signer on the checking account

ROAM METROPOLITAN DISTRICT NO. 1

FINANCIAL STATEMENTS

December 31, 2020

ROAM METROPOLITAN DISTRICT NO. 1
Combined Balance Sheet - All Fund Types and Account Groups
December 31, 2020

	<u>GENERAL</u>	<u>LONG-TERM DEBT</u>	<u>TOTAL</u>
Assets			
Cash in Bank-Wells Fargo	\$ 1,207	\$ -	\$ 1,207
Property Taxes Receivable	1,649	-	1,649
Accounts Receivable	-	-	-
Prepaid Expenses	7,593	-	7,593
Due from Other Funds	-	-	-
Total Current Assets	<u>10,449</u>	<u>-</u>	<u>10,449</u>
Other Debits			
Amount to be Provided for Debt	-	135,040	135,040
Total Other Debits	<u>-</u>	<u>135,040</u>	<u>135,040</u>
Total Assets	<u>\$ 10,449</u>	<u>\$ 135,040</u>	<u>\$ 145,490</u>
Liabilities			
Accounts Payable	\$ 3,446	\$ -	\$ 3,446
Op Funding - Due Developer	-	129,701	129,701
Op Funding - Accrued Interest	-	5,339	5,339
Total Liabilities	<u>3,446</u>	<u>135,040</u>	<u>138,486</u>
Deferred Inflows of Resources			
Deferred Property Taxes	1,649	-	1,649
Total Deferred Inflows of Resources	<u>1,649</u>	<u>-</u>	<u>1,649</u>
Fund Balance			
Fund Balance	-	-	-
Current Year Earnings	5,354	-	5,354
Total Fund Balances	<u>5,354</u>	<u>-</u>	<u>5,354</u>
Total Liabilities and Fund Balance	<u>\$ 10,449</u>	<u>\$ 135,040</u>	<u>\$ 145,490</u>

ROAM METROPOLITAN DISTRICT NO. 1
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual
For the 12 Months Ending,
December 31, 2020
General Fund

	<u>Period Actual</u>	<u>YTD Actual</u>	<u>Budget</u>	<u>Favorable (Unfavorable) Variance</u>	<u>% of Budget</u>
Revenues					
Developer Advance	\$ 23,988	\$ 129,701	\$ 51,500	\$ 78,201	251.8%
Total Revenues	<u>23,988</u>	<u>129,701</u>	<u>51,500</u>	<u>78,201</u>	<u>251.8%</u>
Expenditures					
Audit	14	882	-	(882)	-
Accounting	2,548	10,122	10,500	378	96.4%
Election	-	179	1,500	1,321	11.9%
Insurance/SDA Dues	126	1,045	500	(545)	209.1%
Legal	6,466	68,944	25,000	(43,944)	275.8%
Management	3,693	18,910	12,500	(6,410)	151.3%
Miscellaneous	483	2,283	500	(1,783)	456.6%
Engineering Fees	8,656	20,595	1,000	(19,595)	2059.5%
Covenant Control/Community Management	-	1,388	-	(1,388)	-
	<u>21,986</u>	<u>124,347</u>	<u>51,500</u>	<u>(72,847)</u>	<u>241.5%</u>
Excess (Deficiency) of Revenues Over Expenditures	2,003	5,354	-	5,354	
Beginning Fund Balance	3,352	-	-	-	
Ending Fund Balance	<u>\$ 5,354</u>	<u>\$ 5,354</u>	<u>\$ -</u>	<u>\$ 5,354</u>	

FIRST AMENDMENT TO 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

THIS FIRST AMENDMENT TO INTERGOVERNMENTAL AGREEMENT (“First Amendment”) is made and entered into as of this ___ day of _____, 2021, by and between the TOWN OF WINTER PARK, a Colorado home rule municipality (the “Town”), and ROAM METROPOLITAN DISTRICT NO. 1, ROAM METROPOLITAN DISTRICT NO. 2, and ROAM METROPOLITAN DISTRICT NO. 3, quasi-municipal corporations and political subdivisions of the State of Colorado (individually a “District,” and collectively the “Districts”). The Town and Districts are each a "Party" and collectively referred to as the “Parties.”

RECITALS

WHEREAS, the Town and Districts entered into that certain 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, dated February 4, 2019 (the “Agreement”); and

WHEREAS, the Parties desire to amend the Agreement to address security and performance guarantees regarding the Districts’ construction of public infrastructure; and

WHEREAS, pursuant to Section 11, the Agreement may be amended, modified, changed, or terminated in whole or in part only by written agreement duly executed by the Parties and authorized by their respective governing bodies.

NOW, THEREFORE, in consideration of the covenants and mutual agreements herein contained, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

COVENANTS AND AGREEMENTS

1. Public Improvement Surety. Section 3(a), Construction by Districts, is amended and restated in full as follows:

a. Construction by Districts. The obligations of Fraser River Development Co LLC (the “Developer”) under the Town's subdivision and other regulations to construct public improvements for the benefit of the Development may be performed by the Districts, subject to security and

performance guarantees set forth by separate agreement between the Parties. If constructed by the Districts, the improvements shall be subject to this Agreement and shall be referred to herein as “Public Improvements.”

2. Full Force and Effect. Except as expressly modified by this First Amendment, all other provisions of the Agreement shall remain in full force and effect.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Districts and the Town have caused this First Amendment to be duly executed as of the day first above written.

ROAM METROPOLITAN
DISTRICT NO. 1

By: _____
Its: _____

ATTEST:

By: _____

ROAM METROPOLITAN
DISTRICT NO. 2

By: _____
Its: _____

ATTEST:

By: _____

ROAM METROPOLITAN
DISTRICT NO. 3

By: _____
Its: _____

ATTEST:

By: _____

TOWN OF WINTER PARK

Nick Kutumbos, Mayor

ATTEST:

Danielle Jardee, Town Clerk

PUBLIC IMPROVEMENT ESCROW AGREEMENT

THIS PUBLIC IMPROVEMENT ESCROW AGREEMENT (“Agreement”) is made and entered into as of this _____ day of _____, 2021, by and among the TOWN OF WINTER PARK, a Colorado home rule municipality (the “Town”), ROAM METROPOLITAN DISTRICT NO. 1, quasi-municipal corporation and political subdivision of the State of Colorado (the “District”), FRASER RIVER DEVELOPMENT CO LLC, a Colorado limited liability company (the “Developer”), and _____, a _____ (the “Escrow Agent”). The Town, District, and Developer are each a “Party” and are collectively referred to as the “Parties.”

RECITALS

WHEREAS, the District will aid in Developer’s construction and installation of certain public infrastructure and improvements within the Town for the benefit of its residents, taxpayers, and the public, which improvements are identified in the Development Improvements Agreement (“Development Agreement”) between the Town and Developer dated June 4, 2019, approved by Resolution No. 1699, Series of 2019 (the “Public Improvements”);

WHEREAS, the Development Agreement was amended and restated on February 2, 2021, approved by Resolution No. 1835, Series of 2021, to, among other things, authorize use of this Agreement as security for the Public Improvements;

WHEREAS, the Town and District entered into that certain 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, dated February 4, 2019, as amended by the First Amendment thereto dated _____, 2021 (the “Town IGA”);

WHEREAS, the Town IGA permits the District to construct the Public Improvements subject to security and performance guarantees set forth by this Agreement;

WHEREAS, the Town desires to establish proper protections during construction and installation of those Public Improvements to ensure construction can be completed as planned in accordance with Town standards; and

WHEREAS, the Parties desire to enter into this Agreement to facilitate the proper and timely construction and installation of those Public Improvements for the public benefit.

NOW, THEREFORE, in consideration of the covenants and mutual agreements herein contained, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties and Escrow Agent agree as follows:

COVENANTS AND AGREEMENTS

1. Public Improvement Projects. Upon the District’s execution of a contract for the construction and/or installation of any of the Public Improvements (each a “Construction

Contract”), the District and the Town will enter into a project order in substantially the form attached hereto as **Exhibit A** (each a “Project Order”) for the Public Improvements to be constructed and/or installed thereunder (each a “Public Improvement Project”). Upon execution of a Project Order, the Project Order shall be sent to the Escrow Agent and attached hereto as **Exhibit C**. The Town Manager may execute Project Orders on behalf of the Town.

2. Escrow Account Funding.

a. Within thirty (30) days of the execution of a Construction Contract, the District will provide the Town with an executed copy of the Construction Contract, which shall include in the payment amount a reasonable contingency, and will deposit in escrow with the Escrow Agent immediately available U.S. funds in the amount of One Hundred Percent (100%) of the Construction Contract amount (the “Project Escrow Funds”). The Escrow Agent will hold all funds provided to the Escrow Agent pursuant to this Agreement in one or more interest-bearing escrow accounts (the “Escrow Account”) in accordance with the terms of this Agreement.

b. In the event costs incurred pursuant to a Construction Contract will exceed the Project Escrow Funds (“District Cost Overruns”), the District shall take all actions that are necessary, if any, to appropriate additional funds and shall deposit such additional funds into the Escrow Account as necessary to ensure the Escrow Account balance for the applicable Project Order, as amended, is at all times sufficient to pay such District Cost Overruns. The District shall notify the Town of the same, and the District and Town shall document an amendment to the Project Order to reflect the District Cost Overruns.

c. This Agreement shall constitute an escrow agreement and instructions to the Escrow Agent, and funds shall be disbursed and dealt with by the Escrow Agent in strict accordance with this Agreement. The Escrow Agent shall not be liable for any action taken or omitted by it or by any Party to this Agreement, except for its own negligence, bad faith, recklessness, or willful misconduct. The Escrow Agent shall be entitled to rely upon advice of counsel concerning legal matters and upon any document or notice delivered to it hereunder which it believes to be genuine or to have been presented by a proper person. The Escrow Agent shall be entitled to receive as compensation for its services hereunder the fees it normally charges customers for similar services, which fees will be payable by the District. The Escrow Agent shall provide the Parties with monthly account statements regarding the accounts held by it hereunder.

3. Draw Requests.

a. As necessary throughout the term of the Construction Contract and Project Order, as amended, the District shall submit to the Escrow Agent periodic draw requests for payments related to the Public Improvement Project (each a “Draw Request” and collectively, “Draw Requests”). The District may request up to one Draw Request per month and Draw Requests will be made in order to allow timely payment of all amounts due and payable to the entity with whom the District enters into the Construction Contract (the “Contractor,” and together with the District, the “Constructing Parties”) after

verification thereof by the District in accordance with the terms of the Construction Contract. The Draw Requests shall be in the form of **Exhibit B** attached hereto and shall be supported by invoices containing a detailed description and cost of the work performed.

b. Within five (5) days of receipt of a Draw Request, the Escrow Agent shall transfer funds from the Escrow Account to the Contractor in an amount equal to the amount of the Draw Request, less any retainage required by the Construction Contract, if any, which shall be identified specifically in the Draw Request.

c. *District Acceptance of Public Improvements.* The District shall promptly, but in any event not more than thirty (30) days following preliminary acceptance of the Public Improvements by the District (or other appropriate entity designated by the District) in accordance with the terms of the Construction Contract (“District Preliminary Acceptance”), provide notice of the District Preliminary Acceptance to the Town. The Town may dispute the District Preliminary Acceptance within ten (10) business days after receipt by the Town of such notice. If no written Town dispute is received by the District in that time, the following shall occur:

- i. the District shall deliver to the Town (a) copies of its letter(s) of District Preliminary Acceptance, and (b) the “as-built” plans prepared in accordance with the Town and any other applicable governmental entities’ and applicable utility providers’ requirements, if any;
- ii. the District shall pay additional District Cost Overruns for the Public Improvement Project, if any, to the Escrow Agent;
- iii. the Escrow Agent will pay any final Draw Request for that Construction Contract from the Escrow Account;
- iv. the Escrow Agent will deliver all remaining funds in the Escrow Account for the applicable Project Order, as amended, to the District; and
- v. the District shall provide a warranty bond for the applicable Public Improvement Project in a form acceptable to the Town for the two-year period required by the Development Agreement, as amended.

4. Town Access to Escrow Account.

- a. The following shall each constitute an “Escrow Triggering Event”:
 - i. a Construction Contract is terminated or expires by its terms (but not including any amendment to extend the Construction Contract term) prior to the District Preliminary Acceptance of the Public Improvement Project; or

- ii. The District Preliminary Acceptance of the Public Improvement Project has not occurred within two (2) years of the date of the execution of the Project Order, as amended (or within any period of extension granted by the Town).
- b. The District shall provide the Town, Developer and Escrow Agent notice of an Escrow Triggering Event within ten (10) business days thereof.
- c. In the event of an Escrow Triggering Event, the Town may undertake to complete the Public Improvement Project as provided in the Development Agreement, as amended (the "Project Completion Action").
- d. In the event of an Escrow Triggering Event, the Town shall provide notice to the Escrow Agent, the District and Developer of any Project Completion Action elected by the Town for the Public Improvement Project. Upon election of a Project Completion Action by the Town and the Town's giving notice thereof to the District, Developer and Escrow Agent, the Town shall be the sole Party hereto authorized to direct the Escrow Agent as to the payment of funds in the Escrow Account for the applicable Project Order, as amended, to fund said Project Completion Action. The Town shall be entitled to draw against the funds in the Escrow Account for the applicable Project Order, as amended, to fund the Town's actual costs and expenses incurred in undertaking such Project Completion Action plus a two and one-half percent (2.5%) administrative fee to cover costs associated with completing the Public Improvements Project. In the event the amount of funds in the Escrow Account for the applicable Project Order, as amended, is insufficient for the Town to complete the Public Improvement Project, including, without limitation, labor and materials costs and engineering fees as reasonably documented, the Town shall be entitled to reimbursement from the District or Developer, as set forth in Section 8-3-11(D)(2) of Winter Park Town Code, as amended. If not paid within one hundred twenty (120) days, the Town may collect the outstanding amount in the manner provided by the Winter Park Town Code and Colorado Revised Statutes, Section 31-20-105; provided, however, as the District's property is public property, the Town acknowledges that by law it may not assert a lien against or otherwise attempt to foreclose on District property.

5. Termination.

- a. The District and Town may terminate this Agreement at any time in writing upon mutual agreement and notice to the Escrow Agent and Developer. Following termination of the Agreement, any remaining funds within the Escrow Account shall be returned to the District unless the Escrow Agent has received notice of an Escrow Triggering Event, in which case, all funds in the Escrow Account other than those for the Project Order, as amended, to which the Escrow Triggering Event applied shall be returned to the District. The funds within the Escrow Account applicable to the Project Order, as amended, to which the Escrow Triggering Event applied shall be held in trust by the Escrow Agent until receipt of joint instructions from the District and Town regarding the transfer of funds.

b. The Escrow Agent may terminate its role as Escrow Agent at any time following sixty (60) days' written notice to the Parties. The District and Town shall promptly appoint a different escrow agent to fill such vacancy. Following termination of the Escrow Agent, any remaining funds within the Escrow Account shall be held in trust by the Escrow Agent until receipt of joint instructions from the District and Town regarding the transfer of funds.

6. Notice. All notices, demands, requests, or other communications to be sent by a Party or the Escrow Agent to the others hereunder or required by law shall be in writing and shall be deemed to have been validly given or served by delivery of same in person to the address or by courier delivery, via United Parcel Service or other nationally recognized overnight air courier service, or by depositing same in the United States mail, postage prepaid, addressed as follows:

- To the District: Roam Metropolitan District No. 1
Icenogle Seaver Pogue, P.C.
4725 S. Monaco Street, Suite 360
Denver, CO 80237
Attn: Alan D. Pogue

- To the Developer: Fraser River Development Co LLC
124 County Road 8317
Tabernash, CO 80478
Attn: Chip Besse

- With a copy to: Otten Johnson Robinson Neff + Ragonetti PC
950 17th Street, Suite 1600
Denver, Colorado 80202
Attn: Allison P. Altaras

- To the Town: Town of Winter Park
P.O. Box 3327
Winter Park, CO 80482

- With a copy to: Hilary Graham, Town Attorney
Hoffmann, Parker Wilson & Carberry, P.C.
511 Sixteenth Street, Suite 610
Denver, CO 80202

- To the Escrow Agent: _____

All notices, demands, requests, or other communications shall be effective upon such personal delivery or one (1) business day after being deposited with United Parcel

Service or other nationally recognized overnight air courier service for overnight delivery, or three (3) business days after deposit in the United States mail. By giving the other Parties and the Escrow Agent at least ten (10) days' written notice thereof in accordance with the provisions hereof, each Party and the Escrow Agent shall have the right from time to time to change its address.

7. Miscellaneous.

a. Computation of Time Periods. All time periods referred to in this Agreement shall include all Saturdays, Sundays, and holidays, unless the period of time specifies business days. If the date to perform any act or give a notice with respect to this Agreement shall fall on a Saturday, Sunday, or national holiday, or other day that the Escrow Agent is not open for business, the act or notice may be timely performed on the next succeeding day which is not a Saturday, Sunday, or a national holiday, or other day that the Escrow Agent is not open for business.

b. Entire Agreement. This Agreement constitutes the entire agreement among the Parties and the Escrow Agent with respect to the matters addressed herein. All prior discussions and negotiations regarding the subject matter hereof are merged herein.

c. Amendment. This Agreement may be amended, modified, changed, or terminated in whole or in part only by written agreement duly executed by the Parties and the Escrow Agent.

d. Venue and Controlling Law. Venue for the trial of any action arising out of any dispute hereunder shall be in the district court of the State of Colorado serving Grand County pursuant to the appropriate rules of civil procedure. This Agreement shall be governed and construed in accordance with the laws of the State of Colorado.

e. Severability. If any covenant, term, condition, or provision under this Agreement shall, for any reason, be held to be invalid or unenforceable, the invalidity or unenforceability of such covenant, term, condition, or provision shall not affect any other provision contained herein, the intention being that such provisions are severable.

f. Assignment. No Party hereto shall assign any of its rights nor delegate any of its duties hereunder to any person or entity without having first obtained the prior written consent of the other Parties, which consent will not be unreasonably withheld, delayed, or conditioned. Any purported assignment or delegation in violation of the provisions hereof shall be void and ineffectual. The rights and obligations created hereby shall be binding upon and inure to the benefit of the Parties hereto and the Escrow Agent and their respective successors and permitted assigns. The Escrow Agent shall not have the right or power to assign or delegate all or any part of this Agreement, or its respective duties, without the written consent of the District and Town.

g. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall constitute an original and all of which shall constitute one and the same document.

IN WITNESS WHEREOF, the District, Town, Developer, and Escrow Agent have caused this Agreement to be duly executed as of the day first above written.

ROAM METROPOLITAN
DISTRICT NO. 1

By: _____
Its: _____

ATTEST:

By: _____

FRASER RIVER DEVELOPMENT CO
LLC,

By: _____
Its: _____

NOTARY

TOWN OF WINTER PARK

Keith Riesberg, Town Manager

ATTEST:

Danielle Jardee, Town Clerk

[ESCROW AGENT]

By: _____
Its: _____

ATTEST:

By: _____

EXHIBIT A

Project Order Form

PUBLIC IMPROVEMENT ESCROW AGREEMENT PROJECT ORDER

DISTRICT PUBLIC IMPROVEMENT PROJECT: _____

PROJECT LOCATION: _____

CONTRACTOR: _____

PROJECT ESCROW FUNDS AMOUNT (100% of the Construction Contract amount):

ANTICIPATED PROJECT COMPLETION DATE: _____

ATTACHMENTS:

Attachment A: Public Improvement Project Plans
Attachment B: Construction Contract

DATE: _____, 20__

TOWN OF WINTER PARK

By: _____
Its: Town Manager

ROAM METROPOLITAN
DISTRICT NO. 1

CONSTRUCTION CONTRACT AMENDMENTS/COST OVERRUNS:

[list date / amount / approval by Parties]

EXHIBIT B

Draw Request Form

PUBLIC IMPROVEMENT ESCROW AGREEMENT DRAW REQUEST

DISTRICT PUBLIC IMPROVEMENT PROJECT: _____

DRAW REQUEST NUMBER: _____

DATE: _____, 20__

CONTRACTOR: _____

ESCROW AGENT: _____

TOTAL AMOUNT INVOICED: _____

RETAINAGE TO BE WITHHELD: _____

TOTAL DRAW REQUEST AMOUNT: _____

Reference is made to that certain Public Improvement Escrow Agreement dated as of _____, 20__, by and among Roam Metropolitan District No. 1, Fraser River Development CO LLC, the Town of Winter Park, Colorado, and _____, as amended or otherwise modified from time to time (the "Escrow Agreement"). Capitalized terms used herein without definition have the meanings set forth in the Escrow Agreement.

The District requests the Escrow Agent to disburse to the Contractor cash from the Escrow Account in the amount of the Total Draw Request Amount above for the Public Improvement Project identified above.

In connection with the requested disbursement, the District provides the attached copies of invoices detailing the work performed for the Public Improvement Project. The District certifies the District or its project engineer has approved payment of the invoices pursuant to the terms of the Construction Contract.

The Constructing Parties have satisfied all conditions precedent to the funding of this Draw Request as set forth in the Escrow Agreement.

ROAM METROPOLITAN
DISTRICT NO. 1

By: _____
Its: _____

DRAW REQUEST NUMBER: _____
ATTACHMENT 1
PROJECT INVOICES

EXHIBIT C

Project Orders

(to be appended upon execution)

RESOLUTION NO. 2021-3-___
OF
THE BOARD OF DIRECTORS OF
ROAM METROPOLITAN DISTRICT NO. 1

A RESOLUTION APPROVING THE SECOND AMENDMENT TO 2020 FUNDING AND REIMBURSEMENT AGREEMENT BETWEEN THE DISTRICT AND FRASER RIVER DEVELOPMENT CO. LLC, AND IN CONNECTION THEREWITH, REFUNDING A SUBORDINATE NOTE AND AUTHORIZING THE ISSUANCE OF A NEW SUBORDINATE NOTE TO EVIDENCE THE DISTRICT'S REIMBURSEMENT OBLIGATION TO FRASER RIVER DEVELOPMENT CO. LLC

WHEREAS, on January 1, 2020, Roam Metropolitan District No. 1 (the "District") and Fraser River Development Co. LLC ("FRDC") entered into that certain 2020 Funding and Reimbursement Agreement for the purpose of consolidating all understandings and commitments between the Parties relating to the funding and repayment of the District's operation and maintenance costs and other budgeted general fund expenditures of the District (the "2020 Agreement"); and

WHEREAS, pursuant to the Agreement, FRDC agreed to loan funds to the District or expend funds on behalf of the District for operations and maintenance costs and other budgeted general fund expenditures of the District through December 31, 2020 (the "Funding Obligation Term"), and the District agreed to repay FRDC funds pursuant to the terms of the 2020 Agreement; and

WHEREAS, on December 1, 2020, the District and FRDC entered into a First Amendment to 2020 Funding and Reimbursement Agreement (the "First Amendment," together with the 2020 Agreement, the "Agreement") for the purposes of extending the Funding Obligation Term through December 31, 2021 and increasing the amount of funds to be loaned to the District by FRDC in fiscal year 2021; and

WHEREAS, unless otherwise defined herein, all capitalized terms used herein shall have the meaning given to them in the Agreement; and

WHEREAS, in accordance with the 2020 Agreement, the District issued a Subordinate Note to FRDC on January 1, 2021 (the "Original 2021 Note") to refund an existing Subordinate Note issued by the District to FRDC that remained unpaid at maturity and to evidence the District's reimbursement obligation to FRDC for funds loaned to the District pursuant to the terms of the Agreement; and

WHEREAS, the District has determined that it will require additional funds from FRDC during fiscal year 2021 than originally contemplated and agreed to via the First Amendment; and

WHEREAS, FRDC is willing to loan additional funds to the District during fiscal year 2021 in a principal amount not to exceed Three Hundred Fifty Thousand Dollars (\$350,000), which amount constitutes the maximum amount of funds that will be loaned to the District or

expended on behalf of the District, including all amounts previously loaned to or expended on behalf of the District pursuant to the terms of the Agreement; and

WHEREAS, pursuant to Paragraph 11 of the Agreement, the Agreement may not be amended, modified, or changed, in whole or in part, without a written agreement executed by both the District and FRDC; and

WHEREAS, the District and FRDC desire to enter into a “Second Amendment to 2020 Funding and Reimbursement Agreement,” as attached hereto as Exhibit A and incorporated herein by reference (the “Second Amendment”), for the purpose of increasing the amount of funds that may be loaned to the District from FRDC during the Funding Obligation Term; and

WHEREAS, as provided in Paragraph 4.A. of the Agreement, as amended by the Second Amendment, the District desires to refund the Original 2021 Note and issue a new Subordinate Note, as attached hereto as Exhibit B and incorporated herein by reference, to evidence the District’s obligation to repay FRDC for the funds loaned to the District or expended on behalf of the District pursuant to the Agreement and Second Amendment.

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

1. The Board of Directors hereby approves the Second Amendment to 2020 Funding and Reimbursement Agreement, as attached hereto as Exhibit A, which shall be executed by the President of the District’s Board of Directors and attested by a designated representative of the District, including the District’s General Counsel or other officer of the Board of Directors of the District.

2. The Board of Directors hereby authorizes the refunding of the Original 2021 Note and the issuance of a new Subordinate Note, as attached hereto as Exhibit B, to be issued March 26, 2021, which shall be executed by the President of the District’s Board of Directors and attested by a designated representative of the District, including the District’s General Counsel or other officer of the Board of Directors of the District.

3. This Resolution shall take effect on the date and at the time of its adoption, and shall be executed by the President of the District’s Board of Directors and attested by a designated representative of the District, including the District’s General Counsel or other officer of the Board of Directors of the District.

(Signatures Begin on Next Page.)

ADOPTED AND APPROVED THIS 26TH DAY OF MARCH, 2021.

ROAM METROPOLITAN DISTRICT NO. 1

By: Melinda Besse, President

ATTEST:

By: _____
Its: _____

Signature page to Resolution Approving Roam-FRDC Second Amendment to 2020 Funding & Reimbursement Agreement

EXHIBIT A
(To Resolution)

SECOND AMEDMENT TO 2020 FUNDING AND REIMBURSEMENT AGREEMENT

**SECOND AMENDMENT TO 2020 FUNDING AND REIMBURSEMENT AGREEMENT
(Operation Costs)**

This SECOND AMENDMENT TO 2020 FUNDING AND REIMBURSEMENT AGREEMENT (the “Second Amendment”) is made and entered into as of this 26th day of March, 2021, by and between ROAM METROPOLITAN DISTRICT NO. 1, a quasi-municipal corporation and political subdivision of the State of Colorado (the “District”), and FRASER RIVER DEVELOPMENT CO. LLC, a Colorado limited liability company (“FRDC”), collectively, the “Parties.”

RECITALS

WHEREAS, on January 1, 2020, the Parties entered into that certain 2020 Funding and Reimbursement Agreement for the purpose of consolidating all understandings and commitments between the Parties relating to the funding and repayment of the District’s operation and maintenance costs and other budgeted general fund expenditures of the District (the “2020 Agreement”); and

WHEREAS, pursuant to the Agreement, FRDC agreed to loan funds to the District or expend funds on behalf of the District for operations and maintenance costs and other budgeted general fund expenditures of the District through December 31, 2020 (the “Funding Obligation Term”), and the District agreed to repay FRDC pursuant to the terms therein; and

WHEREAS, on December 1, 2020, the Parties entered into a First Amendment to 2020 Funding and Reimbursement Agreement (the “First Amendment,” together with the 2020 Agreement, the “Agreement”) for the purposes of extending the Funding Obligation Term through December 31, 2021 and increasing the amount of funds to be loaned to the District by FRDC in fiscal year 2021; and

WHEREAS, unless otherwise defined herein, all capitalized terms used herein shall have the meaning given to them in the Agreement; and

WHEREAS, in accordance with the 2020 Agreement, the District issued a Subordinate Note to FRDC on January 1, 2021 (the “Original 2021 Note”) to refund an existing Subordinate Note issued by the District to FRDC that remained unpaid at maturity and to evidence the District’s reimbursement obligation to FRDC for funds loaned to the District pursuant to the terms of the Agreement; and

WHEREAS, the District has determined that it will require additional funds from FRDC during fiscal year 2021 than originally contemplated and agreed to via the First Amendment; and

WHEREAS, FRDC is willing to loan additional funds to the District during fiscal year 2021 in a principal amount not to exceed Three Hundred Fifty Thousand Dollars (\$350,000), which amount constitutes the maximum amount of funds that will be loaned to the District or expended on behalf of the District, including all amounts previously loaned to or expended on behalf of the District pursuant to the terms of the Agreement; and

WHEREAS, pursuant to Paragraph 11 of the Agreement, the Agreement may not be amended, modified, or changed, in whole or in part, without a written agreement executed by both the District and FRDC; and

WHEREAS, the Parties desire to enter into this Second Amendment for the purpose of increasing the amount of funds that may be loaned to the District by FRDC during the Funding Obligation Term.

NOW THEREFORE, in consideration of the promises and the mutual covenants herein contained, and for other good and valuable consideration, the receipt of which is hereby acknowledged, the District and FRDC agree to amend the Agreement as follows:

COVENANTS AND AGREEMENTS

1. The District and FRDC hereby amend and restate Paragraph 1 of the Agreement in its entirety as follows:

Loan Amount and Term. The Parties hereby acknowledge that the District has previously received loans from FRDC for costs associated with operations and maintenance of Improvements, if any, and for other budgeted general fund expenditures of the Districts. FRDC hereby agrees to continue to loan funds to the District or expend funds on behalf of the District in one or more installments, provided that in no event shall the total amount that FRDC shall loan to the District or expend on behalf of the District exceed Three Hundred Fifty Thousand Dollars (\$350,000) (the "Maximum Principal Amount"). The Maximum Principal Amount constitutes the maximum amount of funds that may be loaned to the District or expended hereunder, including all amounts previously loaned to or expended on behalf of the District pursuant to the Prior Agreement, notwithstanding any payment or prepayment of any portion of the funds loaned or expended pursuant to the terms hereof, unless this Agreement is further supplemented or amended. These funds shall be available to the District in one or a series of installment through December 31, 2021, which shall constitute the "Funding Obligation Term" of this Agreement.

2. The District and FRDC hereby amend and restate Paragraphs 4.A. and 4.D. of the Agreement in their entirety as follows:

4.A. Upon the effective date of the Second Amendment, the District shall promptly execute, issue and deliver a Subordinate Note to FRDC, which Subordinate Note shall refund the Original 2021 Note and evidence the District's obligation to repay FRDC for the funds loaned to the District or expended on behalf of the District pursuant to the terms of the Agreement. The Subordinate Note shall be repayable only to the extent and in the amount of loans noted as outstanding on Schedule "A" thereto, which amount shall not exceed the Maximum Principal Amount, notwithstanding any payment or prepayment of any portion of the loans pursuant to the terms thereof, unless the Agreement and the Subordinate Note are further supplemented or amended.

4.D. Following any repayment in whole or in part of a Subordinate Note, loans shall continue to be made or funds expended on behalf of the District and noted on a Subordinate Note in accordance with the provisions hereof, provided that the total of all funds loaned made hereunder, regardless of whether prepaid, shall not exceed the Maximum Principal Amount.

3. The District and FRDC hereby amend and restate Paragraph 7.B. of the Agreement in its entirety as follows:

7.B. The District's obligations hereunder shall terminate at the earlier of the repayment in full of the Maximum Principal Amount outstanding (or such lesser amount loaned to the District if the District determines that no further loans or expenditure of funds on behalf of the District are required) as evidenced on the Subordinate Note or forty years from the execution date of the 2020 Agreement, regardless of whether the District's obligations set forth in the Agreement and Subordinate Note are paid in full.

4. Entire Agreement. Except as otherwise provided herein, the terms and provisions of the Agreement remain valid and in effect. The Agreement, the Second Amendment and the Subordinate Note issued hereunder constitute and represent the entire, integrated agreement between the District and FRDC with respect to the matters set forth herein and therein, and hereby supersedes any and all prior negotiations, representations, agreements or arrangements of any kind with respect to those matters, whether written or oral.

5. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original and together shall constitute one and the same instrument.

(Signatures Begin on Next Page.)

IN WITNESS WHEREOF, the Parties hereto have executed this Second Amendment to be effective as of the date and year first above written.

ROAM METROPOLITAN DISTRICT NO. 1

By: Melinda Besse, President

ATTEST:

By: _____
Its: _____

FRASER RIVER DEVELOPMENT CO. LLC,
a Colorado limited liability company

By: _____
Its: _____

EXHIBIT B
(To Resolution)

SUBORDINATE NOTE

ROAM METROPOLITAN DISTRICT NO. 1
REVENUE AND LIMITED TAX OBLIGATION
SUBORDINATE PROMISSORY NOTE

PRINCIPAL AMOUNT: In an amount not to exceed Three Hundred Fifty Thousand Dollars (\$350,000)

INTEREST RATE: Two Percent (2%) plus the current Federal Reserve Board Prime Rate, or 6% whatever is greater, not to exceed 8% per annum, compounded annually

DATED: March 26, 2021

REGISTERED OWNER: Fraser River Development Co LLC ("FRDC")

MATURITY DATE: December 31, 2021

Roam Metropolitan District No. 1 (the "District"), a body corporate, politic and a political subdivision organized under the laws of the State of Colorado, for the value received, hereby promises to pay, but solely and only from, and contingent upon receipt of, the sources hereinafter described, the principal sum stated above (or such lesser amount as may be shown as advanced hereunder as set forth in Schedule "A" attached hereto) together with interest at the rate stated above, which interest shall accrue on said principal sum from and after the date hereof to the maturity date hereof, in lawful money of the United States of America to the registered owner named above on the maturity date stated above unless this Note shall be prepaid in full, in which case on such payment date.

In any case where the date of maturity for payment of interest and principal on this Note or the date fixed for prepayment hereof shall be a Saturday or Sunday, a legal holiday or a day on which banking institutions in the city or town of payment are authorized by law to close, then payment of interest and principal or prepayment price shall be made on the immediately following business day with the same force and effect as if made on the date of maturity or the date fixed for prepayment. Prior to the Maturity Date, and at such time as the District has available funds, this Note may be prepaid, in whole or in part, at any time without redemption premium or other penalty, but with interest accrued on the principal amount prepaid, up to and including the date of prepayment. Any and all prepayments shall first be applied to unpaid, accrued interest, then to the principal amount outstanding on this Note. This Note shall be paid-in-full from the sources hereinafter described prior to the payment of any other obligation of the District that may have a claim on any revenues thereof that would otherwise be available for the payment of this Note as further described herein, other than current operation and maintenance expenses and other budgeted general fund expenditures of the District, and as further provided and limited herein.

This Note is executed, issued and delivered to FRDC pursuant to that certain 2020 Funding and Reimbursement Agreement entered into by and between the District and FRDC

dated January 1, 2020, as amended by that First Amendment to 2020 Funding and Reimbursement Agreement dated December 1, 2020 and that certain Second Amendment to 2020 Funding and Reimbursement Agreement dated March 26, 2021 (collectively, the “Agreement”), the terms of which are hereby incorporated by reference, and has been issued, executed and delivered to refund an existing note issued and dated January 1, 2021 (the “2021 Note”) and to evidence the repayment obligation of the District now existing with respect to certain indebtedness owed to FRDC.

Pursuant to the Agreement, the District is obligated to repay both the principal amount of this Note and any and all interest accrued thereon, from the revenue sources and in the manner specified in the Agreement, contingent upon the receipt of funds from certain revenue sources, subject to any restrictions provided in the Service Plan and electoral authorization; and further *provided, that any such repayment shall be subject to the terms and conditions of, and such repayment obligations shall be subordinate to, the Bonds (as such term is defined in the Agreement) and any refundings thereof, and the provisions of any bond resolution, indenture, pledge agreement, loan document and/or any other document related thereto; and further provided that any mill levy certified by the District for the purpose of repaying advances made hereunder shall not be higher than the Service Plan mill levy cap, as it now exists or may be amended from time to time as provided therein.* **In no event shall the District impose a mill levy in excess of 50 mills for the repayment of this Note.**

Failure by the District to repay FRDC as a result of insufficient funds shall not constitute a default hereunder, nor subject the District to any claims and/or causes of action by FRDC, including mechanic’s liens, arising out of the District’s nonperformance of its payment obligation. Failure by the District to make a payment of principal or interest due on the Note shall not cause or permit acceleration thereof; rather, the Note shall continue to bear interest at the rate and manner specified herein.

Upon each loan made to or approved expenditure made on behalf of the District by FRDC pursuant to the Agreement, the District shall indicate on Schedule “A” of this Note: (i) the date of the advance or expenditure; (ii) the total funds advanced and/or expended to date under the Note; and (iii) the total unpaid accrued interest due thereon. Any payments made on the Note by the District shall also be evidenced on Schedule “A” attached hereto.

Neither the Board of Directors of the District, nor any person executing this Note, shall be personally liable hereon or be subject to any personal liability or accountability by reason of the issuance hereof.

This Note is issued pursuant to and in full compliance with the Constitution and laws of the State of Colorado. All issues arising hereunder shall be governed by the laws of Colorado.

THIS NOTE IS A SPECIAL, LIMITED OBLIGATION OF THE DISTRICT AND SHALL BE PAYABLE SOLELY FROM CERTAIN REVENUES SPECIFIED IN THE AGREEMENT. THIS NOTE SHALL NOT CONSTITUTE A DEBT OR OBLIGATION OF THE STATE OF COLORADO OR GRAND COUNTY, COLORADO. FRDC SHALL HAVE NO RIGHT TO COMPEL THE EXERCISE OF THE TAXING POWER OF THE

STATE OF COLORADO OR GRAND COUNTY TO PAY THIS NOTE OR THE INTEREST THEREON, NOR TO ENFORCE PAYMENT OF THE SAME AGAINST THE PROPERTY OF THE STATE OF COLORADO OR GRAND COUNTY, COLORADO, NOR SHALL THIS NOTE CONSTITUTE A CHARGE, LIEN OR ENCUMBRANCE, LEGAL OR EQUITABLE, UPON ANY PROPERTY OF THE STATE OF COLORADO OR GRAND COUNTY, COLORADO.

BY ITS ACCEPTANCE HEREOF, FRDC ACKNOWLEDGES THAT THE DISTRICT AND ITS OFFICERS, ATTORNEYS, EMPLOYEES OR AGENTS NEITHER MAKE, NOR HAVE MADE, ANY REPRESENTATIONS OR WARRANTIES WHATSOEVER AS TO THE PROPER TREATMENT FOR FEDERAL, STATE AND/OR LOCAL INCOME TAX PURPOSES OF THE INTEREST PAYABLE HEREUNDER.

The District waives demand, presentment, and notice of dishonor and protest with respect to any payment due hereunder. No waiver of any payment or other right under this Note shall operate as a waiver of any other payment or right, including right of offset. If FRDC enforces this Note upon default, the District shall pay or reimburse FRDC for reasonable expenses incurred in the collection hereof or in the realization of any security hereof, including reasonable attorney's fees.

Notwithstanding any provision herein, or in any instrument now or hereafter securing the obligation of the District specified herein, the total liability for payments in the nature of interest shall not exceed the limit now imposed by the usury laws of the State of Colorado.

This Note shall not be transferable, negotiable, assigned or otherwise payable to any party other than FRDC.

If, for any reason, this Note is determined to be invalid or unenforceable (except in the case of fraud by FRDC in connection therewith), the District shall issue a new promissory note to FRDC that is legally enforceable. Said new promissory note shall evidence the District's obligation to repay all amounts due hereunder.

It is hereby certified, recited and declared that all conditions, acts and things required to exist or occur by the Constitution or statutes of the State of Colorado, currently exist and either occurred prior to, or in connection with, the issuance of this Note.

By signing in the space provided below, the District hereby acknowledges and agrees that this Note shall be irrevocable for all purposes and shall be binding upon the District, subject to the provisions herein and the provisions of the Agreement. This Note may not be terminated orally, but only by payments in full or by a written discharge signed by the owner and holder of this Note.

(Signatures Begin on Next Page.)

IN WITNESS WHEREOF, the District has caused this Note to be executed, in its name and on its behalf, by its President and attested by the District's General Counsel or other officer of the Board of Directors of the District, with an imprint of the District's seal affixed hereon.

(S E A L)

ROAM METROPOLITAN DISTRICT NO. 1

By: Melinda Besse, President

ATTEST:

By: _____
Its: _____

*Signature page to Roam-FRDC Subordinate Note to
Second Amendment to 2020 Funding and Reimbursement Agreement*

SCHEDULE A

**WORK ORDER #3
TO MASTER SERVICES AGREEMENT**

This Work Order is made and entered into this ____ day of _____, 2021, by and between **ROAM METROPOLITAN DISTRICT NO. 1** (the “District”), and **INDEPENDENT DISTRICT ENGINEERING SERVICES, LLC** (“Consultant”), collectively, the “Parties.” Unless otherwise defined herein, all capitalized terms shall have the meaning given to them in that certain Master Services Agreement between the District and Consultant, dated September 12, 2019 (the “Agreement”).

1. Services. The Services to be provided by Consultant pursuant to the terms of the Agreement and this Work Order are set forth in **Exhibit A-1** attached hereto.

2. Compensation. Consultant hereby agrees to perform such Services as set forth in Paragraph 1 to this Work Order and the District hereby agrees to pay Consultant for the satisfactory performance of the Services based on a time and materials basis, not to exceed a total amount of \$21,000, as set forth in **Exhibit A-1** attached hereto. The District’s payment obligation set forth in this Paragraph 2 is subject to the annual appropriation of funds by the District, as set forth in Section 13 of the Agreement. The District has appropriated sufficient funds to compensate Consultant for Services rendered pursuant to this Work Order for the current fiscal year. Payment by the District for any Services rendered by Consultant in the subsequent fiscal year shall be subject to the District appropriating such funds for payment for the subsequent fiscal year.

3. Term. The term of this Work Order shall begin on the date set forth above, shall be effective as of such date regardless of the date of execution hereof, and shall terminate on December 31, 2021 or upon the completion of the Services by Consultant.

4. Modification. This Work Order may not be amended, modified or changed, in whole or in part, except by a Change Order executed by the District and the Consultant. Any Change Order resulting in an increase in compensation shall be subject to the appropriation of funds by the District prior to the execution of a Change Order, as set forth in Section 13 of the Agreement.

5. Integrated Agreement. This Work Order has been issued pursuant to, and is hereby made a part of, the Agreement. The terms and conditions of the Agreement remain in full force and effect and shall apply to this Work Order and the Services performed hereunder.

IN WITNESS WHEREOF, the Parties have executed this Work Order as of the ____ day of _____, 2021.

ROAM METROPOLITAN DISTRICT NO. 1

By: _____

Its: _____

**INDEPENDENT DISTRICT ENGINEERING
SERVICES, LLC**

By: _____ *Greg Tolan*

Its: _____ *Manager*

EXHIBIT A-1 TO WORK ORDER #3
SCOPE OF SERVICES AND PAYMENT FOR SERVICES



355 Union Boulevard, Suite 302
Lakewood, CO 80228

February 25, 2021

Roam Metropolitan Districts Nos. 1-3
Attn: Alan D. Pogue
Icenogle Seaver Pogue, P.C.
4725 S. Monaco Street, Suite 360
Denver, CO 80237

ROAM METROPOLITAN DISTRICTS COST CERTIFICATION PROPOSAL FOR WORK ORDER 3

Independent District Engineering Services, LLC (IDES) is pleased to respond to your request to provide Cost Certification Services for the Roam Metropolitan Districts (District) in the Town of Winter Park, Colorado.

SCOPE OF SERVICES

Cost Certification – IDES will continue to review the documentation provided by the District to determine the scope of District eligible improvements and the claimed cost for the improvements. Based on the information provided, IDES will prepare cost certifications of District eligible improvements and expenditures. Invoices will be reviewed for reasonableness and District eligibility. This information will be used to prepare Engineer's Reports for Cost Certification. Each report will be prepared and signed by a Professional Engineer and will contain all necessary information to satisfy the requirements of the District Service Plan. IDES will perform site visits as needed and participate in meetings and conference calls as needed to complete these reports. This proposal is for Cost Certification Reports required in 2021.

Meetings – IDES can participate in Project Meetings as necessary. Meetings may include District Board Meetings, project status meetings, local jurisdiction coordination meetings, construction progress meetings, miscellaneous field meetings and other meetings with Project Stakeholders as required or requested.

Additional Services – Additional Services that are not included in this proposal but can be provided under a separate proposal if desired.

FEE

IDES proposes to perform services on a time and material basis in accordance with the Charge Rate Schedule attached. A firm estimate of the services cannot be provided at this time as cost can vary greatly depending on the number and organization of invoices and pay applications. Based on our experience, a not to exceed amount of \$21,000 should allocate the funds required for the tasks for 2021.



355 Union Boulevard, Suite 302
Lakewood, CO 80228

2021 CHARGE RATE SCHEDULE

Services will be provided on a Labor Time and Expenses basis as provided below. The following Charge Rate Schedule shall remain in effect until December 31, 2021.

Billing Rates:

The following Billing Rates shall apply for the Task Order:

Office Administrator	\$ 90.00 per hour
Project Administrator	\$ 115.00 per hour
Technical Specialist	\$ 138.00 per hour
Project Engineer	\$ 138.00 per hour
Professional Engineer	\$ 146.00 per hour
District Engineer	\$ 150.00 per hour

Reimbursable Expenses

Mileage	IRS Rate + 10%
Plan Copies, outside copies, other items	at cost + 10%

EXHIBIT 'A'

ROAM PHASE 1 - BID TABULATION OF ITEMS EXCLUDED FROM INITIAL ACCEPTANCE AS OF 12.16.20

Bid Item#	Description	Quantity	Unit	Unit Cost	Total
9)	Seed and mulch	5	AC	\$ 5,000.00	\$ 25,000.00
12)	Aggregate Base Corse (Class 6) 6" depth	3772	SY	\$ 10.50	\$ 39,609.50
13a)	Hot Mix Asphalt PG 64-22 - Bottom Lift 2" Thick	3622	SY	\$ 13.78	\$ 49,911.16
13b)	Hot Mix Asphalt PG 64-22 Top Lift 2" Thick	4792	SY	\$ 13.77	\$ 65,985.84
16)	4" concrete Curb & Guttter w/ 1' Pan	961	LF	\$ 32.14	\$ 30,886.54
17)	4" concrete Curb & Guttter w/ 2' Pan	469	LF	\$ 36.07	\$ 16,916.83
19)	Concrete Cross Pans 6" Thick	58	SY	\$ 85.70	\$ 4,970.60
21)	Concrete Pan 4' wide	620	LF	\$ 38.05	\$ 23,591.00
23)	Concrete Sidewalk 4" Thick (Per Town of Winter Park Specifications)	233	SY	\$ 61.65	\$ 14,364.45
24)	Concrete Curb Ramps	27	SY	\$ 189.00	\$ 5,103.00
25)	Street Signs	70	EA	\$ 235.00	\$ 16,450.00
27)	Striping	1	LS	\$ 12,560.25	\$ 12,560.25
1n)	Aggregate Base Corse (Class 6) 4" depth (under sidewalk)	233	SY	\$ 10.50	\$ 2,446.50
45)	Water Quality Pond J-29	1	LS	\$ 4,300.00	\$ 4,300.00
46)	Water Quality Pond J-28	1	LS	\$ 9,250.00	\$ 9,250.00
				TOTAL	\$ 321,345.67

Roam Metropolitan District Cost Certification Report



**Report 5
March 2021**

Roam Metropolitan District Cost Certification

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March 6, 2021

Roam Metropolitan District
c/o Icenogle Seaver Pogue, PC
4725 S. Monaco Street #360
Denver, CO 80237

RECOMMENDATION FOR COST CERTIFICATION REPORT 5

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Roam Metropolitan District (District) to provide review of expenditures paid by Fraser River Development Co, LLC (Developer). These expenditures are for the Roam Subdivision development located in the Town of Winter Park, Colorado (Project). This report summarizes the Engineer's approach and findings for the Project.

The expenditures for public improvements discussed in this report were paid for by the Developer and are being certified as District eligible in the amount of **\$1,052,396.71**. The public improvements that were paid by the District and are being certified as District eligible are in the amount of **\$23,627.54**. This is a total of **\$1,076,024.25**.

This report generally covers the areas shown on Attachment A.

GOVERNING DOCUMENTS

The following governing documents were used in determining recommendations for District eligible expenses:

- Service Plan for Roam Metropolitan District Nos 1, 2 and 3 in the City and County of Winter Park, Colorado. Prepared by Icenogle Seaver Pogue, P.C. dated June 25, 2018.
- 2019 Facilities Funding and Reimbursement Agreement, between the Roam Metropolitan District No. 1 and Fraser River Development Co, LLC, dated December 21, 2018.
- Improvement Acquisition, Advance and Reimbursement Agreement between the Roam Metropolitan District No. 1 and the Fraser River Development Co, LLC, dated December 21, 2018.
- Annexation and Development Agreement between the Town of Winter Park, Fraser River Development Co, LLC and the Roam Metropolitan District Nos 1,2 and 3, dated March 6, 2018.

It should be noted the Engineer used the above governing documents only as a general guideline for eligibility in certification of costs.

ACTIVITIES CONDUCTED

For this report, the following activities were performed:

- Governing documents provided by the District and the Developer were reviewed as the basis for recommendation for this report.
- Invoices provided by the Developer were reviewed. A summary was created and is attached as Attachment C.
- A site visit was conducted. Project improvements were photographed.
- Contact was made with Developer to verify knowledge of the work or services performed.
- Some contract unit items were compared to other projects constructed in the Denver Metropolitan Area.
- The plat was reviewed and it appears some of the improvements included in this report were not on public property or easements. The open space tracts currently are to be deeded to the Home Owner's Association which is a private entity. The District cannot reimburse for improvements that are not on public property or in public easements. It is understood that the open space tracts will be deeded to the

District or placed under District maintenance during the Infrastructure Acquisition process at a later date.

ASSUMPTIONS

Due to the specific scope authorized for this report, the following assumptions were made.

- It is assumed that geotechnical pavement designs have been performed and followed. It is assumed materials testing was performed during construction.
- It is our understanding that the Developer will be responsible for all Storm Water Management Practice (SWMP) activities until the conditions of State and Local permits are met. No SWMP inspections or recommendations were conducted as part of this report.
- It is assumed that the contractors have obtained all SWMP permitting in the name of the Developer.
- It is our understanding that all local jurisdiction acceptances will be completed by the Developer as required by the Facilities Funding and Reimbursement Agreement. The District shall have no obligations for local jurisdiction acceptance of infrastructure acquired by the District.
- It is assumed that the Developer has obtained or will obtain final unconditional lien waivers from all contractors performing work or consultants providing services for the Project. It is our recommendation these lien waivers be provided to the District.
- Costs presented do not represent the entire contract value, but rather a portion of the costs that are attributable to public improvements as defined in the Service Plan. Expenditures that pertain to both District land and private lots are based on land percentage area for the project area. See Attachment C for the percentages. These percentages were used for work such as earthwork, SWMP activities, and planning.
- Expenditures that did not have enough information to be verified with this report may be verified in a future report.
- Nothing in this report shall be construed as acceptance of any public infrastructure by any governmental entity, including but not limited to the District. The Developer remains responsible for completing public improvements according to plan and obtaining the proper acceptance by any applicable governmental entity.
- This report was prepared with a specific scope and an elaborate analysis was not performed, but rather a realistic and reasonable analysis to estimate the public expenditures for the invoices provided. A more detailed analysis or submission of additional expenditures may result in adjustments to our cost certification.

DISCUSSION

This report mostly consists of expenditures from October 2020 to December 2020. A few older invoices were added because information became available. This report wraps up costs through the end of 2020. Any costs for 2021 have been put in Cost Certification Report 6. The improvements reviewed are generally represented in Attachments A and C.

Vendor Participation

All contractors, consultants, and vendors whose invoice information was submitted, were evaluated for their participation on the Project and services performed, materials provided, or work completed. A summary of vendor participation is included as Attachment B.

Review of Invoices and Summary of Expenditures

To provide a cost certification of District improvements, invoices provided by the Developer were reviewed. Invoice costs were allocated as District or Non-District and a summary is included as Attachment C. Invoices provided were reviewed to determine that the work and cost value were appropriated correctly, and that proof of payment was provided.

SUMMARY OF EXPENDITURES BY CATEGORY AND SERVICE PLAN DIVISION

The table below provides a summary of expenditures by category and Service Plan division. The major elements of the improvements were allocated across these specific categories.

Category	District Eligible Expenses	Percentage
Sanitary Sewer	\$58,591.81	5.4%
Water	\$0.00	0.0%
Street Improvements	\$779,453.14	72.4%
Traffic and Safety	\$0.00	0.0%
Parks & Recreation	\$237,979.29	22.1%
Public Transportation	\$0.00	0.0%
Television Relay and Translation	\$0.00	0.0%
Mosquito Control	\$0.00	0.0%
Security Improvements	\$0.00	0.0%
Total	\$1,076,024.24	100.0%

FIELD INVESTIGATION RESULTS

A field investigation was done in March 2021. Photos were taken of the Project but are not included in this report. The photos are included with Cost Certification 6. Most improvements could not be seen due to snow.

RECOMMENDATION

The plat was reviewed, and it appears improvements included in this report were not on public property or easements. It is understood that this will be changed and the open space tracts will be deeded to the District or placed under District maintenance during the Infrastructure Acquisition process in a later report.

In our professional opinion the expenditures for the improvements were reviewed and found to be reasonable. The costs of improvements are comparable to other similar projects in Colorado. At this time and based on the information provided, the Engineer certifies the expenditures provided by the Developer as District eligible expenditures in the amount of **\$1,052,396.71**. The public improvements that were paid by the District and are being certified as District eligible are in the amount of **\$23,627.54**. This is a total of **\$1,076,024.25**.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC



Kim Fiore, PE

Attachments

Attachment A

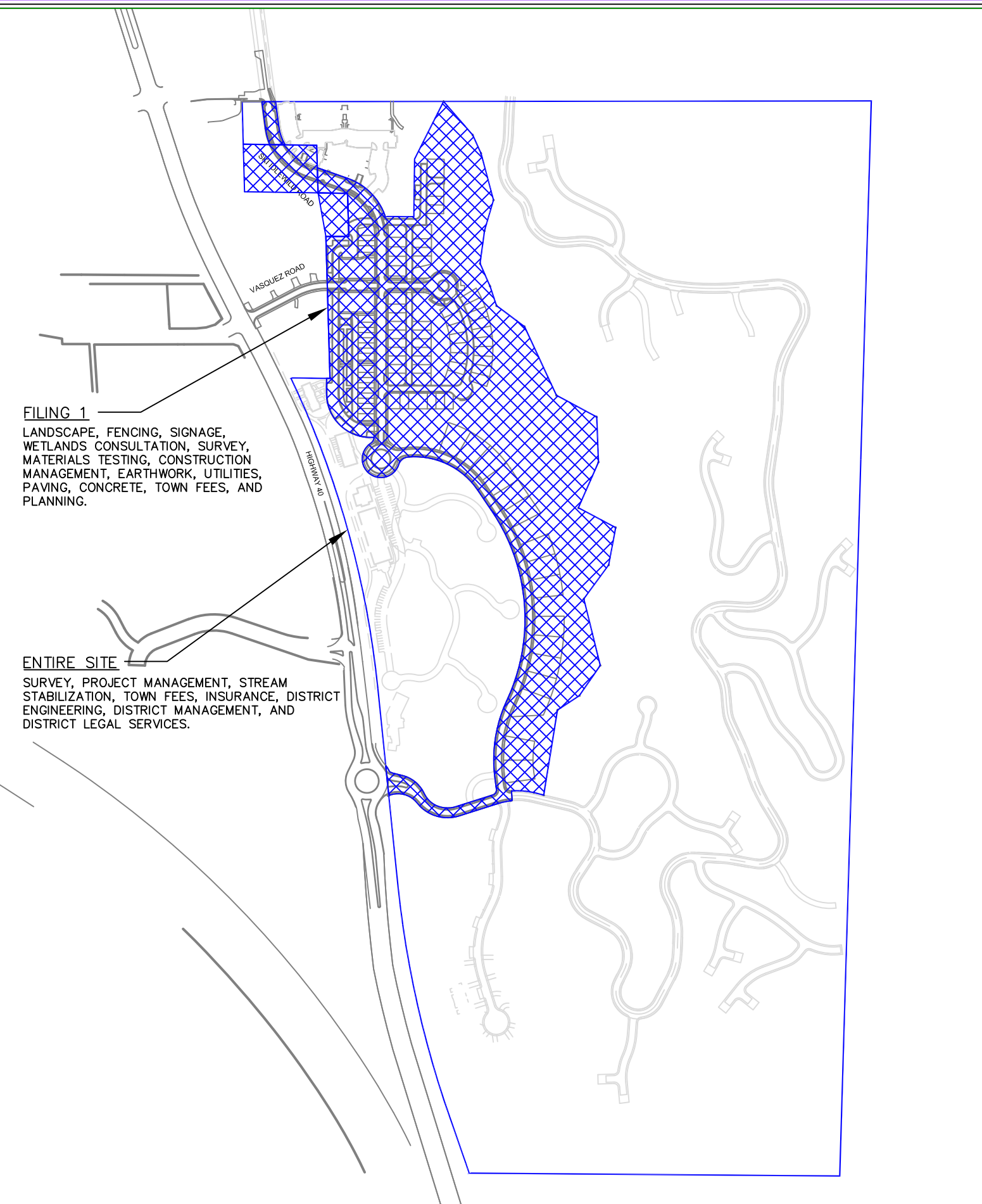
Site Map

FILING 1

LANDSCAPE, FENCING, SIGNAGE,
WETLANDS CONSULTATION, SURVEY,
MATERIALS TESTING, CONSTRUCTION
MANAGEMENT, EARTHWORK, UTILITIES,
PAVING, CONCRETE, TOWN FEES, AND
PLANNING.

ENTIRE SITE

SURVEY, PROJECT MANAGEMENT, STREAM
STABILIZATION, TOWN FEES, INSURANCE, DISTRICT
ENGINEERING, DISTRICT MANAGEMENT, AND
DISTRICT LEGAL SERVICES.



Attachment B

Vendor Participation

ATTACHMENT B VENDOR PARTICIPATION

Following is a summary of the contractors, consultants and vendor Participation in work and services for the Cost Certification. Notes include any invoice discrepancies, basis of payment, and basis for reimbursement.

Altitude Landscape Provided landscaping for Filing 1.

Alvarado Construction Provided fencing. It was found that the per linear foot cost of the fence was extremely high, more than double what it should be. The cost allowed was reduced to an amount comparable to other fence unit prices.

Arapahoe Sign Arts and Altitude Signs Provided signage. It was found that the per sign cost was extremely high, around double what it should be. The cost allowed was reduced to an amount comparable to other sign unit prices.

Birch Ecology Provided wetlands and river ecology consultation. It is assumed that this work was only done along the river corridor.

Colorado Special Districts Pool Provided insurance required for the District.

Core Consultants Provided survey and staking services. Work done for the lots is not District eligible. Work that was vague and undefined was assumed to be partially District and the Filing 1 site percentage was used.

Fed Ex Provided shipping services to ship documents to Core Consultants. It is assumed to be partially District and the Filing 1 site percentage was used.

Fly Ry Adventures Provided project management. It is assumed to be partially District and the Filing 1 site percentage was used.

Freestone Aquatics Provided stream stabilization services.

Grand County Water and Sanitation District Collected fees for water and sanitary services and for the Ski Chalet and the construction building (76 Wanderer's Way). Services for the Beavers Ski Chalet are not District eligible.

Icenogle Seaver Pogue Provided district legal services.

IDES, LLC Provided district engineering services.

Izbiky & Langer Provided legal services for townhome land purchase. This is not District eligible.

Kumar and Associates, Inc. Provided materials testing services during construction. Work that was vague and undefined was assumed to be partially District and the Filing 1 site percentage was used.

Local Social Provided media marketing services. Marketing is not District eligible.

L.T.D. Engineering Provided construction management services. Work done with dry utilities and

the cabins is not District eligible. Work that was vague and undefined was assumed to be partially District and the Filing 1 site percentage was used.

Mountain Parks Electric, Inc. Fees were paid for electric service to the construction building (76 Wanderer's Way) and the Ski Chalet. Services for the Beavers Ski Chalet are not District eligible.

Mountain States Snowcats Construction of earthwork, utilities, concrete flatwork and paving. Electrical work is not District eligible.

Neo Studio, LLC Provided architectural schematic design for the condos. This is not District eligible.

Nick's Dirt Works Provided additional earthwork needed at the project entrance.

Origin Marketing Provided marketing services. Marketing is not District eligible.

Robert Fanch Reimbursement for the letter of credit to the Town of Winter Park. No backup from the Town was provided. If backup from the Town becomes available, it can be included in a future report.

Special District Management Services Provided District management services.

Spencer Fane Provided legal services related to property closings. This is not District eligible.

T. Charles Wilson Insurance Service Provided insurance required for the District.

Town of Winter Park Fees were paid for plats, school impact, right of way vacation, final development plan amendments, subdivision exemption and the development improvement agreement. Some of these pertained to both public and private needs and the Filing 1 site percentage was used. Some of these were from 2019. Information was requested from the Town since documents were not provided to the Developer in the past.

Vogel and Associates Provided planning and landscape design services. Work that was vague and undefined was assumed to be partially District and the Filing 1 site percentage was used.

Westfield Insurance Provided general liability insurance. It was assumed that this pertained to both public and private improvements so the overall site percentage was used.

Attachment C

Expenditure Data

Attachment C
Roam Metro District
Engineer's Summary for Cost Certification 5

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Filing	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
INVOICES PAID BY FRASER RIVER DEVELOPMENT COMPANY, LLC										
Altitude Landscape										
1186	10/30/20	Yes	12/02/20	507	Filing 1	Landscape	\$13,730.00	\$13,730.00	\$0.00	
1182	10/20/20	Yes	12/02/20	507	Filing 1	Landscape	\$17,400.00	\$17,400.00	\$0.00	
Subtotal Altitude Landscape							\$31,130.00	\$31,130.00	\$0.00	
Alvarado Construction										
912357	10/14/20	Yes	11/06/20	492	Filing 1	Fencing	\$60,000.00	\$39,786.25	\$20,213.75	Only \$40,000 paid
1	11/10/20	Yes	Need	Need	Filing 1	Fencing	\$52,963.00	\$0.00	\$52,963.00	Cost reduced due to being extremely high
2	11/11/20	Yes	12/02/20	508	Filing 1	Fencing	\$84,069.00	\$0.00	\$84,069.00	Only \$40,000 paid
5	Need	Yes	12/16/20	527	Filing 1	Fencing	\$40,965.00	\$0.00	\$40,965.00	Cost reduced due to being extremely high
Subtotal Alvarado Construction							\$237,997.00	\$39,786.25	\$198,210.75	
Arapahoe Sign Arts and Altitude Signs										
200387 Dep	9/23/20	Yes	10/08/20	472	Filing 1	Signage - Deposit	\$22,782.50	\$11,368.00	\$11,414.50	Cost reduced due to being extremely high
Subtotal Arapahoe Sign Arts and Altitude Signs							\$22,782.50	\$11,368.00	\$11,414.50	
Birch Ecology										
398	11/16/20	Yes	12/02/20	509	Filing 1	Wetlands Consultation	\$352.50	\$352.50	\$0.00	Assume only along river corridor
411	12/12/20	Yes	12/16/20	528	Filing 1	Wetlands Consultation	\$1,811.54	\$1,811.54	\$0.00	Assume only along river corridor
Subtotal Birch Ecology							\$2,164.04	\$2,164.04	\$0.00	
Core Consultants, Inc.										
20030592	3/23/20	Yes	12/11/20	525	Filing 1	Addresses for 911 Map	\$200.00	\$146.00	\$54.00	Site %
20112532	11/20/20	Yes	12/11/20	525	Filing 1	Survey and Staking	\$22,810.00	\$13,905.20	\$8,904.80	Lot work not District; Undefined at F1 Site%
20122867	12/28/20	Yes	01/22/21	542	Filing 1	Survey and Staking	\$7,520.00	\$5,684.00	\$1,836.00	Undefined at F1 Site %
20122892	12/28/20	Yes	01/22/21	542	Filing 1	Replatting	\$750.00	\$255.50	\$494.50	Lot work not District; Undefined at F1 Site%
20040867	4/24/20	Yes	12/11/20	525	All	Survey	\$5,490.00	\$4,792.50	\$697.50	Undefined at Overall Site %
Subtotal Core Consultants, Inc.							\$36,770.00	\$24,783.20	\$11,986.80	
Fed Ex Express										
7-220-99202	12/22/20	Yes	01/22/21	543	Filing 1	Shipping to Core Consultants	\$26.45	\$19.31	\$7.14	Filing 1 Site %
Subtotal Fed Ex Express							\$26.45	\$19.31	\$7.14	
Fly Ry Adventures, LLC										
114	11/27/20	Yes	12/02/20	510	All	Project Management	\$20,000.00	\$15,000.00	\$5,000.00	Overall Site %
115	12/15/20	Yes	12/16/20	529	All	Project Management	\$20,000.00	\$15,000.00	\$5,000.00	Overall Site %
Subtotal Fly Ry Adventures, LLC							\$40,000.00	\$30,000.00	\$10,000.00	
Freestone Aquatics										
851	9/12/19	Yes	12/02/20	511	All	Stream Stabilization	\$5,000.00	\$5,000.00	\$0.00	
Subtotal Freestone Aquatics							\$5,000.00	\$5,000.00	\$0.00	
Grand County Water & Sanitation District #1										
Account 6028	5/6/20	Yes	06/30/20	433	All	Water & Sewer Fees 76 Wanderers	\$38.00	\$27.74	\$10.26	Filing 1 Site %
Account 6028	11/4/20	No	12/02/20	512	All	Water & Sewer Fees 76 Wanderers	\$12.21	\$8.91	\$3.30	No invoice; Amount assumed; F1 Site %
Account 1010	11/4/20	Yes	12/02/20	512	All	Water & Sewer Fees Beavers Ski Chalet	\$1,263.30	\$0.00	\$1,263.30	Not District eligible
Account 6028	11/30/20	Yes	12/16/20	530	All	Water & Sewer Fees 76 Wanderers	\$38.00	\$27.74	\$10.26	Site %
Account 1010	11/30/20	Yes	12/16/20	530	All	Water & Sewer Fees Beavers Ski Chalet	\$1,193.45	\$0.00	\$1,193.45	Not District eligible
Subtotal Grand County Water & Sanitation District #1							\$2,544.96	\$64.39	\$2,480.57	
Izbiky & Langer										
20618	11/12/20	Yes	12/02/20	513	Need	agreements	\$1,716.00	\$0.00	\$1,716.00	For Townhomes - Not District
20639	12/10/20	Yes	02/05/21	556	Need	Legal - Development agreement	\$642.00	\$0.00	\$642.00	For Townhomes - Not District
Subtotal Izbiky & Langer							\$2,358.00	\$0.00	\$2,358.00	

Attachment C
Roam Metro District
Engineer's Summary for Cost Certification 5

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Filing	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
Kumar & Associates, Inc.										
202049	11/2/20	Yes	12/02/20	514	Filing 1	Materials Testing	\$10,523.75	\$7,682.34	\$2,841.41	Filing 1 Site %
202934	12/9/20	Yes	12/16/20	531	Filing 1	Materials Testing	\$2,533.75	\$1,957.64	\$576.11	Filing 1 Site %; Concrete at 100%
203244	12/31/20	Yes	01/22/21	546	Filing 1	Materials Testing	\$263.75	\$192.54	\$71.21	Filing 1 Site %
Subtotal Kumar & Associates, Inc.							\$13,321.25	\$9,832.51	\$3,488.74	
Local Social										
1304	11/5/20	Yes	Need	Need	All	Media Marketing	\$1,825.00	\$0.00	\$1,825.00	Not District
1307	12/6/20	Yes	Need	Need	All	Media Marketing	\$1,825.00	\$0.00	\$1,825.00	Not District
1310	1/5/21	Yes	01/22/21	548	All	Media Marketing	\$1,825.00	\$0.00	\$1,825.00	Not District
Subtotal Local Social							\$5,475.00	\$0.00	\$5,475.00	
LTD Engineering										
15	11/5/20	Yes	12/02/20	515	Filing 1	Construction Management	\$22,061.04	\$14,248.93	\$7,812.11	Dry Util not District; General at Site %
16	12/10/20	Yes	12/16/20	532	Filing 1	Construction Management	\$10,080.00	\$4,959.36	\$5,120.64	Dry Util & Cabins not District; General at Site %
Subtotal LTD Engineering							\$32,141.04	\$19,208.29	\$12,932.75	
Mountain Parks Electric, Inc.										
Account 947005420	10/20/20	Yes	11/06/20	501	Filing 1	Electric for 76 Wanderer Road	\$78.99	\$57.66	\$21.33	Filing 1 Site %
Account 1031545	10/20/20	Yes	11/06/20	501	Filing 1	Electric for 40 Main Lodge	\$181.46	\$0.00	\$181.46	Not District
Account 947005420	11/20/20	Yes	12/16/20	534	Filing 1	Electric for 76 Wanderer Road	\$48.88	\$35.68	\$13.20	Filing 1 Site %
Account 1031545	11/20/20	Yes	12/16/20	534	Filing 1	Electric for 40 Main Lodge	\$181.46	\$0.00	\$181.46	Not District
Account 947005420	12/21/20	Yes	01/22/21	549	Filing 1	Electric for 76 Wanderer Road	\$54.19	\$39.56	\$14.63	Filing 1 Site %
Account 1031545	12/21/20	Yes	01/22/21	549	Filing 1	Electric for 40 Main Lodge	\$181.46	\$0.00	\$181.46	Not District
Subtotal Mountain Parks Electric, Inc.							\$726.44	\$132.90	\$593.54	
Mountain States Snowcats										
13	11/30/20	Yes	12/16/20	535	Filing 1	Utilities & Grading - Partial Retainage Release	\$306,709.39	\$248,141.71	\$58,567.68	Electrical not District
4	11/30/20	Yes	12/16/20	535	Filing 1	Paving and Flatwork	\$745,528.04	\$745,528.04	\$0.00	
Subtotal Mountain States Snowcats							\$1,052,237.43	\$993,669.75	\$58,567.68	
Neo Studio, LLC										
1301	11/29/20	Yes	Need	Need	Filing 1	Condo Architectural	\$13,153.50	\$0.00	\$13,153.50	Not District
Subtotal Neo Studio, LLC							\$13,153.50	\$0.00	\$13,153.50	
Nick's Dirt Works										
1237	12/5/20	Yes	01/22/21	550	Filing 1	Earthwork at Entrance	\$4,275.00	\$4,275.00	\$0.00	
Subtotal Nick's Dirt Works							\$4,275.00	\$4,275.00	\$0.00	
Origin Marketing										
11	11/29/20	Yes	Need	Need	All	Marketing	\$6,005.55	\$0.00	\$6,005.55	Not District
12	12/14/20	Yes	Need	Need	All	Marketing	\$5,805.55	\$0.00	\$5,805.55	Not District
13	1/15/21	Yes	Need	Need	All	Marketing	\$5,105.55	\$0.00	\$5,105.55	Not District
Subtotal Origin Marketing							\$16,916.65	\$0.00	\$16,916.65	
Robert C Fanch										
Expense Report	4/22/20	No	12/02/20	519	All	Letter of Credit	\$12,696.59	\$0.00	\$12,696.59	Put in future report when principal repaid
Expense Report	10/26/20	No	12/02/20	519	All	Letter of Credit	\$12,836.11	\$0.00	\$12,836.11	Put in future report when principal repaid
Need	Need	No	12/02/20	519	Need	Need	\$25,532.70	\$0.00	\$25,532.70	No invoice provided
Subtotal Robert C Fanch							\$51,065.40	\$0.00	\$51,065.40	
Spencer Fane										
760357	9/4/02	Yes	12/02/20	520	Need	Legal - Closings and Deeds	\$1,250.00	\$0.00	\$1,250.00	Lots not District
1001945	10/17/20	Yes	12/02/20	520	Need	Legal - Contracts and Closings	\$5,200.00	\$0.00	\$5,200.00	Lots not District
Subtotal Spencer Fane							\$6,450.00	\$0.00	\$6,450.00	
Town of Winter Park										
27	5/3/19	Yes	04/01/19	247	Filing 1	Final Plat	\$1,970.00	\$1,438.10	\$531.90	Filing 1 %

Attachment C
Roam Metro District
Engineer's Summary for Cost Certification 5

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Filing	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
46	8/23/19	Yes	08/08/19	289	All	School Impact Fees	\$73,544.41	\$53,687.42	\$19,856.99	Filing 1 %
71	10/28/19	Yes	10/28/19	11917	Filing 1	ROW Vacation	\$250.00	\$250.00	\$0.00	
73	10/29/19	Yes	10/29/19	123	Filing 1	Final Development Plan Amendment	\$506.00	\$369.38	\$136.62	Filing 1 %
76	10/29/19	Yes	10/29/19	123	Filing 1	Garage Setback Note	\$506.00	\$0.00	\$506.00	Not District
94	12/26/19	Yes	01/07/20	190	Filing 1	Subdivision Exemption	\$300.00	\$219.00	\$81.00	Filing 1 %
673	10/7/20	Yes	3/1/21	7/21/01	All	Development Improvement Agreement	\$38,952.34	\$38,952.34	\$0.00	For Common Areas
FRD 101	10/31/20	Yes	n/a	n/a	Filing 1	Bill to Town for Vasquez Road Cost Share	-\$235,652.56	-\$235,652.56	\$0.00	
803	11/23/20	Yes	3/1/21	7/21/01	All	Development Improvement Agreement	\$11,687.17	\$11,687.17	\$0.00	For Common Areas
854	12/28/20	Yes	3/1/21	7/21/01	All	Development Improvement Agreement	\$1,764.65	\$1,764.65	\$0.00	For Common Areas
27	Unknown	Yes	04/05/19	250	Filing 1	Final Plat	\$300.00	\$219.00	\$81.00	Filing 1 %
Subtotal Town of Winter Park							-\$105,871.99	-\$127,065.50	\$21,193.51	
Vogel and Associates										
FRD-004-0920	10/2/20	Yes	10/08/20	489	Filing 1	Landscape Construction Documents	\$134.80	\$134.80	\$0.00	\$1,379.20 paid
FRD-002-1020	11/5/20	Yes	12/02/20	522	Filing 1	Planning	\$7,572.49	\$5,212.41	\$2,360.08	Undefined work at F1%
FRD-006-1020	11/5/20	Yes	12/02/20	522	Filing 1	Planning - Streetscape	\$2,306.35	\$2,306.35	\$0.00	
Subtotal Vogel and Associates							\$10,013.64	\$7,653.56	\$2,360.08	
Westfield Insurance										
Acct 570004781	11/8/20	Yes	12/02/20	523	All	General Liability Insurance	\$500.00	\$375.00	\$125.00	Overall Site %
Subtotal Westfield Insurance							\$500.00	\$375.00	\$125.00	
SUBTOTAL INVOICES PAID BY FRASER RIVER DEVELOPMENT COMPANY, LLC							\$1,481,176.31	\$1,052,396.71	\$428,779.60	
INVOICES PAID BY THE ROAM METROPOLITAN DISTRICT										
Colorado Special Districts Pool										
POL-0005282	9/22/20	Yes	Bank Statement Provided		All	District #1 Insurance	\$2,036.00	\$2,036.00	\$0.00	
POL-0005283	9/22/20	Yes	Bank Statement Provided		All	District #2 Insurance	\$2,036.00	\$2,036.00	\$0.00	
POL-0005284	9/22/20	Yes	Bank Statement Provided		All	District #3 Insurance	\$2,036.00	\$2,036.00	\$0.00	
Subtotal Colorado Special Districts Pool							\$6,108.00	\$6,108.00	\$0.00	
Icenogle Seaver Pogue										
18807	10/31/20	Yes	Bank Statement Provided		All	District Legal	\$712.50	\$712.50	\$0.00	
18900	11/30/20	Yes	Bank Statement Provided		All	District Legal	\$3,580.66	\$3,580.66	\$0.00	
19176	12/31/20	Yes	P21020501 - 0386748	02/08/21	All	District Legal	\$1,601.00	\$1,601.00	\$0.00	
Subtotal Icenogle Seaver Pogue							\$5,894.16	\$5,894.16	\$0.00	
IDES, LLC										
21813	10/31/20	Yes	Bank Statement Provided		All	District Engineering	\$2,145.00	\$2,145.00	\$0.00	
21814	11/30/20	Yes	Bank Statement Provided		All	District Engineering	\$3,510.00	\$3,510.00	\$0.00	
Subtotal IDES, LLC							\$5,655.00	\$5,655.00	\$0.00	
Special District Management Services										
ROAMMD1.00	10/31/20	Yes	Bank Statement Provided		All	District Management	\$762.95	\$762.95	\$0.00	
ROAMMD2.00	10/31/20	Yes	Bank Statement Provided		All	District Management	\$126.00	\$126.00	\$0.00	
ROAMMD3.00	10/31/20	Yes	Bank Statement Provided		All	District Management	\$126.00	\$126.00	\$0.00	
ROAMMD1.00	11/30/20	Yes	Bank Statement Provided		All	District Management	\$1,513.43	\$1,513.43	\$0.00	
ROAMMD2.00	11/30/20	Yes	Bank Statement Provided		All	District Management	\$84.00	\$84.00	\$0.00	
ROAMMD3.00	11/30/20	Yes	Bank Statement Provided		All	District Management	\$28.00	\$28.00	\$0.00	
ROAMMD1.00	12/31/20	Yes	P21020501 - 0386744	02/08/21	All	District Management	\$1,257.00	\$1,257.00	\$0.00	
ROAMMD2.00	12/31/20	Yes	P21020501 - 0386744	02/08/21	All	District Management	\$294.00	\$294.00	\$0.00	

Attachment C
 Roam Metro District
 Engineer's Summary for Cost Certification 5

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Filing	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
ROAMMD3.00	12/31/20	Yes	P21020501-0386744	02/08/21	All	District Management	\$294.00	\$294.00	\$0.00	
Subtotal Special District Management Services							\$4,485.38	\$4,485.38	\$0.00	
T Charles Wilson Insurance Service										
8689	10/2/20	Yes	Bank Statement Provided		All	District #1 Insurance	\$495.00	\$495.00	\$0.00	
8690	10/2/20	Yes	Bank Statement Provided		All	District #2 Insurance	\$495.00	\$495.00	\$0.00	
8691	10/2/20	Yes	Bank Statement Provided		All	District #3 Insurance	\$495.00	\$495.00	\$0.00	
Subtotal T Charles Wilson Insurance Service							\$1,485.00	\$1,485.00	\$0.00	
SUBTOTAL INVOICES PAID BY THE ROAM METROPOLITAN DISTRICT							\$23,627.54	\$23,627.54	\$0.00	
Total							\$1,504,803.85	\$1,076,024.25	\$428,779.60	

Site % is the percentage of total land area that is public land. This is 73% District (public land) for Filing 1.
 The Site percentage for work that pertains to the entire project is 75% District. This was based on concept plans and an adjustment may need to be made in the future once the layout for Filings 2 and 3 is determined.

Attachment D

Summary of Cost Certifications

**Attachment D
Roam Metro District
Summary of Cost Certifications**

Cost Certification	Invoiced Amount	District Eligible Expenses	Non- Eligible Expenses
INVOICES PAID BY FRASER RIVER DEVELOPMENT COMPANY, LLC			
Cost Certification 1	\$6,999,489.23	\$4,483,047.27	\$2,516,441.96
Cost Certification 2	\$647,948.80	\$61,738.48	\$586,210.32
Cost Certification 3	\$1,703,821.17	\$1,347,451.19	\$356,369.98
Cost Certification 4	\$1,733,029.13	\$1,441,544.68	\$291,484.45
Cost Certification 5	\$1,481,176.31	\$1,052,396.71	\$428,779.60
SUBTOTAL	\$12,565,464.64	\$8,386,178.33	\$4,179,286.31
INVOICES PAID BY THE ROAM METROPOLITAN DISTRICT			
Cost Certification 1	\$0.00	\$0.00	\$0.00
Cost Certification 2	\$42,997.05	\$42,899.05	\$98.00
Cost Certification 3	\$10,088.64	\$10,088.64	\$0.00
Cost Certification 4	\$19,990.98	\$19,990.98	\$0.00
Cost Certification 5	\$23,627.54	\$23,627.54	\$0.00
SUBTOTAL	\$96,704.21	\$96,606.21	\$98.00
Total	\$12,662,168.85	\$8,482,784.54	\$4,179,384.31

Attachment D
Roam Metro District
Summary of Cost Certifications by Category

Cost Certification 1 - 4

Sanitary Sewer	\$1,214,906.04
Water	\$2,008,653.86
Street Improvements	\$2,933,119.23
Traffic and Safety	\$54,602.94
Parks & Recreation	\$1,195,478.20
Public Transportation	\$0.00
Television Relay and Translation	\$0.00
Mosquito Control	\$0.00
Security Improvements	\$0.00
Total	\$7,406,760.27

Cost Certification 5

Sanitary Sewer	\$58,591.81
Water	\$0.00
Street Improvements	\$779,453.14
Traffic and Safety	\$0.00
Parks & Recreation	\$237,979.29
Public Transportation	\$0.00
Television Relay and Translation	\$0.00
Mosquito Control	\$0.00
Security Improvements	\$0.00
Total	\$1,076,024.24

Total

Sanitary Sewer	\$1,273,497.85
Water	\$2,008,653.86
Street Improvements	\$3,712,572.37
Traffic and Safety	\$54,602.94
Parks & Recreation	\$1,433,457.49
Public Transportation	\$0.00
Television Relay and Translation	\$0.00
Mosquito Control	\$0.00
Security Improvements	\$0.00
Total	\$8,482,784.51

Roam Metropolitan District Cost Certification Report



Report 6
March 2021

Roam Metropolitan District Cost Certification

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Project Photos Attachment E

March 6, 2021

Roam Metropolitan District
c/o Icenogle Seaver Pogue, PC
4725 S. Monaco Street #360
Denver, CO 80237

RECOMMENDATION FOR COST CERTIFICATION REPORT 6

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Roam Metropolitan District (District) to provide review of expenditures paid by Fraser River Development Co, LLC (Developer). These expenditures are for the Roam Subdivision development located in the Town of Winter Park, Colorado (Project). This report summarizes the Engineer's approach and findings for the Project.

The expenditures for public improvements discussed in this report were paid for by the Developer and are being certified as District eligible in the amount of **\$12,334.82**. The public improvements that were paid by the District and are being certified as District eligible are in the amount of **\$0.00**. This is a total of **\$12,334.82**.

This report generally covers the areas shown on Attachment A.

GOVERNING DOCUMENTS

The following governing documents were used in determining recommendations for District eligible expenses:

- Service Plan for Roam Metropolitan District Nos 1, 2 and 3 in the City and County of Winter Park, Colorado. Prepared by Icenogle Seaver Pogue, P.C. dated June 25, 2018.
- 2019 Facilities Funding and Reimbursement Agreement, between the Roam Metropolitan District No. 1 and Fraser River Development Co, LLC, dated December 21, 2018.
- Improvement Acquisition, Advance and Reimbursement Agreement between the Roam Metropolitan District No. 1 and the Fraser River Development Co, LLC, dated December 21, 2018.
- Annexation and Development Agreement between the Town of Winter Park, Fraser River Development Co, LLC and the Roam Metropolitan District Nos 1,2 and 3, dated March 6, 2018.

It should be noted the Engineer used the above governing documents only as a general guideline for eligibility in certification of costs.

ACTIVITIES CONDUCTED

For this report, the following activities were performed:

- Governing documents provided by the District and the Developer were reviewed as the basis for recommendation for this report.
- Invoices provided by the Developer were reviewed. A summary was created and is attached as Attachment C.
- A site visit was conducted. Project improvements were photographed.
- Contact was made with Developer to verify knowledge of the work or services performed.
- Some contract unit items were compared to other projects constructed in the Denver Metropolitan Area.
- The plat was reviewed and it appears some of the improvements included in this report were not on public property or easements. The open space tracts currently are to be deeded to the Home Owner's Association which is a private entity. The District cannot reimburse for improvements that are not on public property or in public easements. It is understood that the open space tracts will be deeded to the District or placed under District maintenance during the Infrastructure Acquisition process at a later date.

ASSUMPTIONS

Due to the specific scope authorized for this report, the following assumptions were made.

- It is assumed that geotechnical pavement designs have been performed and followed. It is assumed materials testing was performed during construction.
- It is our understanding that the Developer will be responsible for all Storm Water Management Practice (SWMP) activities until the conditions of State and Local permits are met. No SWMP inspections or recommendations were conducted as part of this report.
- It is assumed that the contractors have obtained all SWMP permitting in the name of the Developer.
- It is our understanding that all local jurisdiction acceptances will be completed by the Developer as required by the Facilities Funding and Reimbursement Agreement. The District shall have no obligations for local jurisdiction acceptance of infrastructure acquired by the District.
- It is assumed that the Developer has obtained or will obtain final unconditional lien waivers from all contractors performing work or consultants providing services for the Project. It is our recommendation these lien waivers be provided to the District.
- Costs presented do not represent the entire contract value, but rather a portion of the costs that are attributable to public improvements as defined in the Service Plan. Expenditures that pertain to both District land and private lots are based on land percentage area for the project area. See Attachment C for the percentages. These percentages were used for work such as earthwork, SWMP activities, and planning.
- Expenditures that did not have enough information to be verified with this report may be verified in a future report.
- Nothing in this report shall be construed as acceptance of any public infrastructure by any governmental entity, including but not limited to the District. The Developer remains responsible for completing public improvements according to plan and obtaining the proper acceptance by any applicable governmental entity.
- This report was prepared with a specific scope and an elaborate analysis was not performed, but rather a realistic and reasonable analysis to estimate the public expenditures for the invoices provided. A more detailed analysis or submission of additional expenditures may result in adjustments to our cost certification.

DISCUSSION

This report mostly consists of expenditures from January 2021 to February 2021. The improvements reviewed are generally represented in Attachments A and C.

Vendor Participation

All contractors, consultants, and vendors whose invoice information was submitted, were evaluated for their participation on the Project and services performed, materials provided, or work completed. A summary of vendor participation is included as Attachment B.

Review of Invoices and Summary of Expenditures

To provide a cost certification of District improvements, invoices provided by the Developer were reviewed. Invoice costs were allocated as District or Non-District and a summary is included as Attachment C. Invoices provided were reviewed to determine that the work and cost value were appropriated correctly, and that proof of payment was provided.

SUMMARY OF EXPENDITURES BY CATEGORY AND SERVICE PLAN DIVISION

The table below provides a summary of expenditures by category and Service Plan division. The major elements of the improvements were allocated across these specific categories.

Category	District Eligible Expenses	Percentage
Sanitary Sewer	\$168.70	1.4%
Water	\$0.00	0.0%
Street Improvements	\$3,750.34	30.4%
Traffic and Safety	\$0.00	0.0%
Parks & Recreation	\$8,415.77	68.2%
Public Transportation	\$0.00	0.0%
Television Relay and Translation	\$0.00	0.0%
Mosquito Control	\$0.00	0.0%
Security Improvements	\$0.00	0.0%
Total	\$12,334.82	100.0%

FIELD INVESTIGATION RESULTS

A field investigation was conducted in March 2021. Photos were taken of the Project to memorialize the construction of infrastructure and are included in Attachment E. From our visual inspection, and for what could be seen, it appears the completed improvements were constructed in a quality manner consistent with other similar projects and meeting generally accepted construction requirements.

RECOMMENDATION

The plat was reviewed, and it appears improvements included in this report were not on public property or easements. It is understood that this will be changed and the open space tracts will be deeded to the District or placed under District maintenance during the Infrastructure Acquisition process in a later report.

In our professional opinion the expenditures for the improvements were reviewed and found to be reasonable. The costs of improvements are comparable to other similar projects in Colorado. At this time and based on the information provided, the Engineer certifies the expenditures provided by the Developer as District eligible expenditures in the amount of **\$12,334.82**. The public improvements that were paid by the District and are being certified as District eligible are in the amount of **\$0.00**. This is a total of **\$12,334.82**.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC



Kim Fiore, PE

Attachments

Attachment A

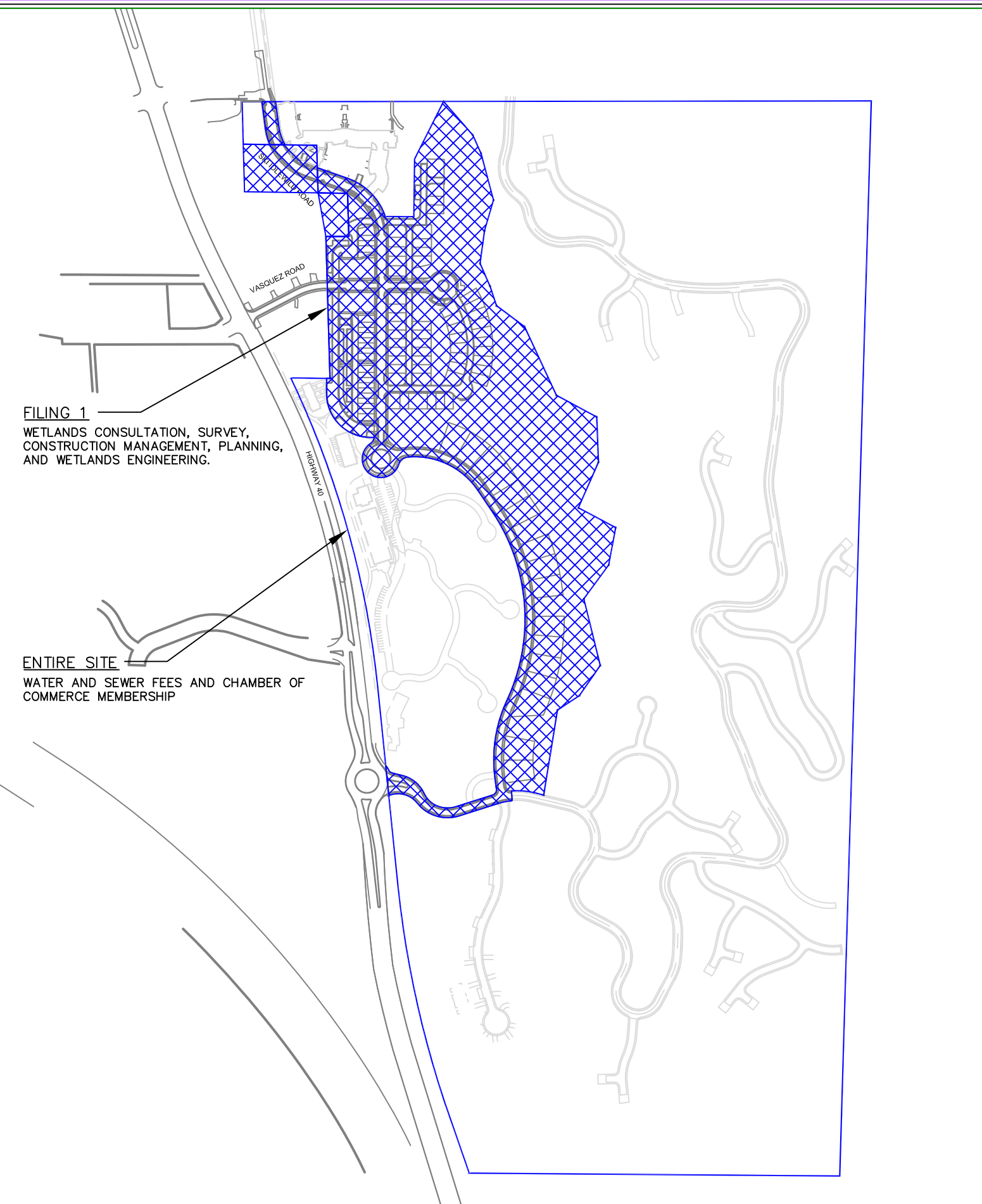
Site Map

FILING 1

WETLANDS CONSULTATION, SURVEY,
CONSTRUCTION MANAGEMENT, PLANNING,
AND WETLANDS ENGINEERING.

ENTIRE SITE

WATER AND SEWER FEES AND CHAMBER OF
COMMERCE MEMBERSHIP



Attachment B

Vendor Participation

ATTACHMENT B VENDOR PARTICIPATION

Following is a summary of the contractors, consultants and vendor Participation in work and services for the Cost Certification. Notes include any invoice discrepancies, basis of payment, and basis for reimbursement.

Birch Ecology Provided wetlands and river ecology consultation. It is assumed that this work was only done along the river corridor.

Core Consultants Provided survey and staking services. Work done for the lots is not District eligible. Work that was vague and undefined was assumed to be partially District and the Filing 1 site percentage was used.

Grand County Water and Sanitation District Collected fees for water and sanitary services and for the Ski Chalet and the construction building (76 Wanderer's Way). Services for the Beavers Ski Chalet are not District eligible.

Local Social Provided media marketing services. Marketing is not District eligible.

L.T.D. Engineering Provided construction management services. Work done with dry utilities and the cabins is not District eligible. Work that was vague and undefined was assumed to be partially District and the Filing 1 site percentage was used.

Spencer Fane Provided legal services related to property closings. This is not District eligible.

Tiffany Clark This is Origins Marketing. Marketing is not District eligible.

Town of Winter Park Fees were paid for JVA Invoice. It is not clear what this is for. If more information becomes available, this invoice can be included in a future report.

Vogel and Associates Provided planning services. Work done for lots, condominiums and dry utilities is not District eligible. It is not clear what work was done for DU. If more information becomes available, this invoice can be included in a future report.

Western Ecological Resource Provided wetlands engineering. It is assumed that this is along the river corridor only.

Winter Park and Fraser Chamber Fees were paid for membership. It is assumed this serves both public and private use so the overall site percentage was used.

Attachment C

Expenditure Data

Attachment C
Roam Metro District
Engineer's Summary for Cost Certification 6

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Filing	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
INVOICES PAID BY FRASER RIVER DEVELOPMENT COMPANY, LLC										
Birch Ecology										
419	1/10/21	Yes	01/22/21	541	Filing 1	Wetlands Consultation	\$622.50	\$622.50	\$0.00	Assume only along river corridor
Subtotal Birch Ecology							\$622.50	\$622.50	\$0.00	
Core Consultants, Inc.										
21013274	1/15/21	Yes	01/22/21	542	Filing 1	Exemption Plats and Easements	\$4,780.00	\$360.00	\$4,420.00	Lot work not District
21013278	1/15/21	Yes	01/22/21	542	Filing 1	AsBUILTS	\$4,245.00	\$2,339.25	\$1,905.75	Lot work not District; Undefined at F1 Site %
Subtotal Core Consultants, Inc.							\$9,025.00	\$2,699.25	\$6,325.75	
Grand County Water & Sanitation District #1										
Account 6028	1/6/21	Yes	01/22/21	544	All	Water & Sewer Fees 76 Wanderers	\$38.00	\$27.74	\$10.26	F1 Site %
Account 1010	1/6/21	Yes	01/22/21	544	All	Water & Sewer Fees Beavers Ski Chalet	\$1,304.58	\$0.00	\$1,304.58	Not District eligible
Subtotal Grand County Water & Sanitation District #1							\$1,342.58	\$27.74	\$1,314.84	
Local Social										
1313	2/5/21	Yes	Need	Need	All	Media Marketing	\$1,825.00	\$0.00	\$1,825.00	Not District
Subtotal Local Social							\$1,825.00	\$0.00	\$1,825.00	
LTD Engineering										
17	1/11/21	Yes	01/22/21	547	Filing 1	Construction Management	\$5,880.00	\$3,126.20	\$2,753.80	Dry Util & Cabins not District; General at Site %
Subtotal LTD Engineering							\$5,880.00	\$3,126.20	\$2,753.80	
Spencer Fane										
1017366	1/14/21	Yes	02/05/21	560	Filing 1	Legal for Lots	\$2,875.50	\$0.00	\$2,875.50	Not District
Subtotal Spencer Fane							\$2,875.50	\$0.00	\$2,875.50	
Tiffany Clark										
13	1/15/21	Yes	01/22/21	553	All	Origin Marketing	\$5,105.55	\$0.00	\$5,105.55	Not District
17	2/16/21	Yes	03/01/21	565	All	Marketing	\$5,343.05	\$0.00	\$5,343.05	Not District
Subtotal Tiffany Clark							\$10,448.60	\$0.00	\$10,448.60	
Town of Winter Park										
930	2/11/21	Yes	3/1/21	7/21/01	Need	JVA Invoice	\$490.00	\$0.00	\$490.00	Unclear what this is for
Subtotal Town of Winter Park							\$490.00	\$0.00	\$490.00	
Vogel and Associates										
FRD-002-1220	1/4/21	Yes	02/05/21	559	Filing 1	Planning	\$3,891.09	\$1,945.55	\$1,945.54	Lots and Dry Util not District
FRD-003-1220	1/4/21	Yes	02/05/21	559	Filing 1	Lot Design Review	\$1,678.00	\$0.00	\$1,678.00	Not District
FRD-005-1220	1/4/21	Yes	Need	Need	Filing 1	Planning - Condominiums	\$6,057.69	\$0.00	\$6,057.69	Not District
RCL-001-1120	1/4/21	Yes	02/05/21	559	Filing 1	Planning	\$3,810.00	\$726.58	\$3,083.43	Only \$1,453.15 paid; Gas and Lots not District
RCL-002-1220	1/4/21	Yes	02/05/21	559	Need	Planning - DU Parcel	\$3,102.00	\$0.00	\$3,102.00	Unclear what this is for
Subtotal Vogel and Associates							\$18,538.78	\$2,672.13	\$15,866.66	
Western Ecological Resource										
9785	1/4/21	Yes	01/22/21	554	Filing 1	Wetlands Engineering	\$2,894.50	\$2,894.50	\$0.00	Assume only along river corridor
Subtotal Western Ecological Resource							\$2,894.50	\$2,894.50	\$0.00	
Winter Park and Fraser Chamber										
7304	1/1/21	Yes	01/22/21	555	All	Membership	\$390.00	\$292.50	\$97.50	Overall Site %
Subtotal Winter Park and Fraser Chamber							\$390.00	\$292.50	\$97.50	
SUBTOTAL INVOICES PAID BY FRASER RIVER DEVELOPMENT COMPANY, LLC							\$54,332.46	\$12,334.82	\$41,997.65	

Attachment C
 Roam Metro District
 Engineer's Summary for Cost Certification 6

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Filing	Description	Invoiced Amount	District Eligible Expenses	Non- Eligible Expenses	Notes
INVOICES PAID BY THE ROAM METROPOLITAN DISTRICT										
None										
SUBTOTAL INVOICES PAID BY THE ROAM METROPOLITAN DISTRICT							\$0.00	\$0.00	\$0.00	
Total							\$54,332.46	\$12,334.82	\$41,997.65	

Site % is the percentage of total land area that is public land. This is 73% District (public land) for Filing 1.
 The Site percentage for work that pertains to the entire project is 75% District. This was based on concept plans and an adjustment may need to be made in the future once the layout for Filings 2 and 3 is determined.

Attachment D

Summary of Cost Certifications

Attachment D
Roam Metro District
Summary of Cost Certifications

Cost Certification	Invoiced Amount	District Eligible Expenses	Non- Eligible Expenses
INVOICES PAID BY FRASER RIVER DEVELOPMENT COMPANY, LLC			
Cost Certification 1	\$6,999,489.23	\$4,483,047.27	\$2,516,441.96
Cost Certification 2	\$647,948.80	\$61,738.48	\$586,210.32
Cost Certification 3	\$1,703,821.17	\$1,347,451.19	\$356,369.98
Cost Certification 4	\$1,733,029.13	\$1,441,544.68	\$291,484.45
Cost Certification 5	\$1,481,176.31	\$1,052,396.71	\$428,779.60
Cost Certification 6	\$54,332.46	\$12,334.82	\$41,997.65
SUBTOTAL	\$12,619,797.10	\$8,398,513.14	\$4,221,283.96
INVOICES PAID BY THE ROAM METROPOLITAN DISTRICT			
Cost Certification 1	\$0.00	\$0.00	\$0.00
Cost Certification 2	\$42,997.05	\$42,899.05	\$98.00
Cost Certification 3	\$10,088.64	\$10,088.64	\$0.00
Cost Certification 4	\$19,990.98	\$19,990.98	\$0.00
Cost Certification 5	\$23,627.54	\$23,627.54	\$0.00
Cost Certification 6	\$0.00	\$0.00	\$0.00
SUBTOTAL	\$96,704.21	\$96,606.21	\$98.00
Total	\$12,716,501.31	\$8,495,119.35	\$4,221,381.96

**Attachment D
Roam Metro District
Summary of Cost Certifications by Category**

Cost Certification 1 - 5

Sanitary Sewer	\$1,273,497.85
Water	\$2,008,653.86
Street Improvements	\$3,712,572.37
Traffic and Safety	\$54,602.94
Parks & Recreation	\$1,433,457.49
Public Transportation	\$0.00
Television Relay and Translation	\$0.00
Mosquito Control	\$0.00
Security Improvements	\$0.00
Total	\$8,482,784.51

Cost Certification 6

Sanitary Sewer	\$168.70
Water	\$0.00
Street Improvements	\$3,750.34
Traffic and Safety	\$0.00
Parks & Recreation	\$8,415.77
Public Transportation	\$0.00
Television Relay and Translation	\$0.00
Mosquito Control	\$0.00
Security Improvements	\$0.00
Total	\$12,334.81

Total

Sanitary Sewer	\$1,273,666.55
Water	\$2,008,653.86
Street Improvements	\$3,716,322.71
Traffic and Safety	\$54,602.94
Parks & Recreation	\$1,441,873.26
Public Transportation	\$0.00
Television Relay and Translation	\$0.00
Mosquito Control	\$0.00
Security Improvements	\$0.00
Total	\$8,495,119.32

Attachment E

Project Photos



Rendezvous Way and Idlewild Road



House Construction



House Construction



Townhouse Foundations



House Construction



House Construction



Ramble Lane



Completed Lots



House Construction



Roam Way and Beavers Lodge Road



Roam Way Entrance



Roam Way Entrance