

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 6, 2025

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, June 6, 2025, at 11:00 a.m. This District Board meeting was held via Zoom at: <https://us02web.zoom.us/j/83015456087?pwd=VEFuekdYk1LQ1F1ZWlHbDNBKytRQT09>; Meeting ID 830 1545 6087; Passcode: 708751. The meeting was open to the public.

Directors In Attendance Were:

Blake Johnson
Robert Cyman
Robert Klane

Also In Attendance Were:

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

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

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

COMBINED MEETING

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

ADMINISTRATIVE MATTERS

Confirmation of Quorum/Call to Order/Approval of Agenda: Mr. Ruthven confirmed the presence of a quorum.

Agenda/Director Absences: Mr. Ruthven distributed a proposed Agenda for the Districts’ Special Meeting for the Boards’ review and approval.

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Following discussion, upon motion, duly made by Director Johnson, seconded by Director Klane, and upon vote, unanimously carried, the Agenda was approved as amended to include a CenturyLink Phone Box Repair matter in Other Matters, and the absence of Director Ripley was excused.

Disclosure of Potential Conflicts of Interest: Attorney Pogue discussed the requirements of Colorado law to disclose any potential conflicts of interest of the Boards 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 Boards and Secretary of State for all Directors. There were no new conflicts.

PUBLIC COMMENT

There were no public comments at this time.

OTHER MATTERS EXECUTIVE SESSION: A motion was made by Director Johnson, seconded by Director Cyman, and upon vote, unanimously carried, for the Boards of Districts 1, 2, and 3 to enter into Executive Session pursuant to Section 24-6-402(4)(b), C.R.S. and 24-6-402(4)(e), C.R.S., for the purpose of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators in connection with Mountain State Snowcats contract matters. At approximately 11:04 a.m. the Boards went into Executive Session.

RETURN TO OPEN PUBLIC MEETING: A motion was made by Director Johnson, seconded by Director Klane, and unanimously approved at approximately 12:30 a.m. to close the Executive Session.

EXECUTIVE SESSION: A motion was made by Director Johnson, seconded by Director Cyman, and upon vote, unanimously carried, for the Boards of Districts 1, 2, and 3 to enter into Executive Session pursuant to Section 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice on from general counsel concerning the construction contract (PG Arnold) for the Community Center. At approximately 12:31 p.m. the Boards went into Executive Session.

RETURN TO OPEN PUBLIC MEETING: A motion was made by Director Johnson, seconded by Director Cyman, and unanimously approved at approximately 12:49 p.m. to close the Executive Session.

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CenturyLink Phone Box Repair: The Boards discussed the proposal from CenturyLink to repair the damaged phone box in the amount of \$1,529.39.

Following discussion, upon motion, duly made by Director Johnson, seconded by Director Klane, and upon vote, unanimously carried, the District No. 1 Board approved the proposal to repair the damaged phone box in the amount of \$1,529.39.

ADJOURNMENT

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

Respectfully submitted,

By Robert Cyman
Secretary for the Meeting