

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

FOREST TRACE METROPOLITAN DISTRICT NOS. 1-3

Held: Thursday, October 13, 2022 at 11:30 a.m. via
teleconference.

The meeting referenced above was called and held in accordance
with the applicable statutes of the State of Colorado. The
following directors were in attendance:

Daniel Frank
Marc Cooper

Director Richard Frank was absent and excused.

Also present were Clint C. Waldron, Esq., White Bear Ankele
Tanaka & Waldron, District General Counsel; Diane Wheeler,
Simmons & Wheeler, P.C., District Accountant; and Scott
Goldhammer, Miller Real Estate Investments, Inc., District
Manager.

Call to Order/Declaration of Quorum Director D. Frank noted that a quorum of the Boards was present and called the meeting to order.

Director of Qualifications/Conflicts of Interest/Reaffirmation of Disclosures Mr. Waldron reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Waldron inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Joint Meetings The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Approval of Agenda The Boards reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment None.

Consent Agenda The Boards reviewed the items on the consent agenda. Mr. Waldron advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted;

- July 29, 2022 Joint Special Meeting Minutes;
- Claims Payable;
- Filing of 2021 Audit (District No. 3);
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.;
- Joint Resolution Designating Meeting Notices Posting Location; and
- Joint Resolution Calling May 2, 2023 Regular Election.

Legal Matters

Consider Adoption of 2023 Annual Administrative Resolutions Mr. Waldron reviewed the 2023 Annual Administrative Resolutions with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions.

Discuss and Review Insurance General Liability Schedule and Limits and Property Schedule, Consider Authorization to Bind Coverage Mr. Waldron reviewed the current general liability schedule and property schedule and limits with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the general liability schedule and limits and property schedules and limits and authorized legal counsel to bind coverage.

Discuss SARIA Master Plan No. 3 and Refinancing The Boards engaged in general discussion regarding the SARIA Master Plan No. 3 and refinancing. Director Cooper noted that the SARIA board is in the process of scheduling a board meeting.

Consider Approval of Contractor Agreement with Heatherly Creative for Website Maintenance and Mr. Waldron reviewed the Contractor Agreement with Heatherly Creative for Website Maintenance and Management with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement.

Management

Discuss Board Member Contact Emails for District Website Mr. Waldron noted that the law now requires certain contact information be posted on the Districts' website. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved setting up a general email inbox.

Status of Dissolution of District No. 1 (District No. 1) Mr. Waldron provided an update to the Board of District No. 1 on the City's request for a blanket assignment from District No. 1 to one of the other districts. The Boards of District No. 2 and District No. 3 declined to enter into the requested assignment agreement.

Other Legal Matters None.

Financial Matters

Review Unaudited Financial Statements, Property Tax Statement and Schedule of Cash Position Ms. Wheeler reviewed the Unaudited Financial Statements, Property Tax Statement and Schedule of Cash Position with the Boards.

Update on Xcel Mitigation Payments (District No. 1) Ms. Wheeler reviewed the Xcel Mitigation Payments with the Board of District No. 1 and provided an update. She noted there are three homes that have not requested the grant funds.

Discuss Maintenance Fee Collection and Reconciliation (District No. 2) Ms. Wheeler provided an update on the maintenance fee collection and reconciliation to the Board of District No. 2.

Discuss Detention Pond Payment and Reconciliation (District No. 2) Mr. Goldhammer provided an update on the detention pond payment and reconciliation to the Board of District No. 2 noting the detention pond was inspected and cleaned, and he is coordinating with the HOA.

Public Hearing on 2022 Budget Amendment (District No. 3) Director D. Frank opened the public hearing on the 2022 Budget Amendment. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Amending the 2022 Budget (if necessary) (District No. 3) Ms. Wheeler reviewed the Resolution Amending the 2022 Budget with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution amending the Debt Service Fund to \$930,000.

Public Hearing on 2023 Budget (District No. 1)	Director D. Frank opened the public hearing on the proposed 2023 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.
Consider Approval of Resolution Adopting the 2023 Budget (District No. 1)	Ms. Wheeler reviewed the 2023 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.
Public Hearing on 2023 Budget (District No. 2)	Director D. Frank opened the public hearing on the proposed 2023 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.
Consider Approval of Resolution Adopting the 2023 Budget (District No. 2)	Ms. Wheeler reviewed the 2023 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund as shown in the 2023 Budget, subject to receipt of final assessed valuation.
Public Hearing on 2023 Budget (District No. 3)	Director D. Frank opened the public hearing on the proposed 2023 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.
Consider Approval of Resolution Adopting the 2023 Budget (District No. 3)	Ms. Wheeler reviewed the 2023 Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund and mills for the Debt Service Fund as shown in the 2023 Budget, subject to receipt of final assessed valuation.
Consider Authorization for filing 2022 Application for Exemption from Audit	Ms. Wheeler presented the 2022 Applications for Exemption from Audit to the Boards of District Nos. 1 & 2. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 & 2 unanimously authorized the filing of the applications.

Other Financial Matters None.

District Operations

Discuss Service Contracts Mr. Goldhammer provided an overview of the services being
(District No. 2) provided.

Day Porter and Street No action was taken.
Sweeping – KPM
Property Maintenance
LLC

Landscape Maintenance No action was taken.
– ColoradoScapes LLC

Snow Removal – Following discussion, upon a motion duly made and seconded,
ColoradoScapes LLC the Board of District No. 2 unanimously approved the 2022-2023
Snow Removal Agreement with ColoradoScapes LLC.

Lighting Services – No action was taken.
Colorado Lighting, Inc

Detention Pond No action was taken.
Inspections – Storm
Water Asset Protection
LLC

Discuss Request for Curb Mr. Goldhammer provided an update on the status of
Ramp conversations with the City regarding the request for a curb
ramp. Director D. Frank noted a curb ramp wasn't installed due
to the design of the storm sewer system and the curb ramp not
being on the approved plans. The Boards of District Nos. 1 and 2
requested that Mr. Goldhammer work with an engineer on a
scope to install a curb ramp.

Other District Operations None.

Other Business None.

Adjourn There being no further business to come before the Boards, and
following discussion and upon motion duly made, seconded and
unanimously carried, the Boards determined to adjourn the
meeting.

The foregoing constitutes a true and correct copy of the minutes
of the above-referenced meeting.

Marc Cooper

Marc Cooper (Aug 1, 2023 15:27 MDT)

Secretary for the Meeting

The foregoing minutes were approved on the 4th day of April, 2023.