

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

KARL'S FARM METROPOLITAN DISTRICTS NOS. 1-3

Held: Tuesday, May 23, 2023, at 1:00 p.m. via teleconference.

Attendance

The joint special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

David Goldberg
Daniel Frank
Marc Cooper
Richard Frank
Steven Shoflick

Also present were: George M. Rowley, Esq., and Allison C. Fogg, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, General Counsel; Cathy Hamilton, Simmons & Wheeler, P.C., District Accountant; and Stan Fowler, Independent District Engineering Services.

**Call to Order/Declaration
of Quorum**

Director Goldberg noted that a quorum of each of the Boards was present and called the meeting to order.

**Director Conflict of
Interest Disclosures**

Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley 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. Rowley noted that a quorum was present and 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.

Combined 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

Mr. Rowley presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Election of Officers

The Boards engaged in a general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Goldberg as President, Director Cooper as Secretary and Treasurer, Director Daniel Frank as Vice President, Director Richard Frank as Assistant Secretary, and Director Shoflick as Assistant Secretary.

Public Comment

None.

Consent Agenda

Mr. Rowley reviewed the items on the consent agenda with the Boards. 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:

- a. December 13, 2022 Joint Special Minutes

Legal Matters

Consider Approval of Resolution of Acceptance of District Eligible Costs

Mr. Rowley presented the Resolution of Acceptance of District Eligible Costs to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Discuss 2023 Legislative Update

Mr. Rowley presented the 2023 Legislative Update to the Boards. No action taken.

Consider Resolution of Regular Meeting Dates

Mr. Rowley presented the Resolution of Regular Meeting Dates to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved resolution.

Consider Colorado 811 Owner/Operator Membership for District or HOA

Mr. Rowley presented the Colorado 811 Owner and Operator Membership to the Boards. The Boards will present this to the HOA as the District becomes more involved with the water, sewer and irrigation within the community. The matter is deferred.

Consider Approval of Cost Certification and Infrastructure Acquisition Services Task Order No. 4

Mr. Rowley presented the Cost Certification and Infrastructure Acquisition Services Task Order No. 4 to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the task order.

Financial Matters

Consider Acceptance of Unaudited Financial Statements

Ms. Hamilton presented the financial statements to the. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the financials.

Approval of Claims Listing

Ms. Hamilton presented the claims to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the claims.

Other Business

The Boards engaged in a general discussion regarding development within the Districts and provided a status update.

Adjournment

There being no further business to come before the Boards and following discussion, upon a motion duly made, the Boards unanimously 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 (Sep 26, 2023 11:00 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 20th day of September 2023.