

RECORD OF PROCEEDINGS

	<p>MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE MUEGGE FARMS METROPOLITAN DISTRICT NO. 3</p> <p>Held: Thursday, October 19, 2023, at 11:00 a.m.</p> <p style="text-align: center;">Virtually via Zoom videoconference</p>
<p>Attendance</p>	<p>A Special Meeting of the Board of Directors of the Muegge Farms Metropolitan District No. 3 (the “District”), Town of Bennett, County of Adams, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:</p> <p style="text-align: center;">James E. Marshall John P. Vitella</p> <p><u>Also present were:</u></p> <p>Suzanne Meintzer, Esq. and Jay Morse, Esq., McGeady Becher P.C. Eric Weaver and James Shultz, Marchetti & Weaver, LLC Kurt C. Schlegel, Special District Solutions, Inc.</p> <p>The meeting was open to the public.</p> <p>Mr. Schlegel confirmed the presence of a quorum, and the meeting was called to order.</p>
<p>ADMINISTRATIVE MATTERS:</p>	
<p>Disclosure of Potential Conflicts of Interest</p>	<p>The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Meintzer that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no new conflicts of interest were disclosed at the meeting.</p>

<p>Quorum / Meeting Location and Manner / Posting of Notices / Agenda</p>	<p>The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the venue for the District’s board meeting. Following discussion, and upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board determined to conduct the meeting virtually. The Board further noted that notice of this meeting venue was duly posted and that no objections or any requests that the meeting venue be changed were received from taxpaying electors within its boundaries.</p> <p>Mr. Schlegel reported that the Meeting Notice and Agenda was posted to the District’s website at least 24-hours prior to the meeting, and the 2023 Budget Amendment Notice and 2024 Budget Hearing Notice were published in the <i>Eastern Colorado News</i>, all in accordance with statute.</p> <p>Upon a motion duly made by Director Marshall, seconded by Director Vitella and, upon vote unanimously carried, the Agenda was approved.</p>
<p>Consent Agenda</p>	<p>Upon motion duly made by Director Vitella, seconded by Director Marshall, and upon vote unanimously carried, the Board approved the Consent Agenda items, as follows:</p> <p style="padding-left: 40px;">A. Approve the minutes of the July 26, 2023 Special Meeting.</p>
<p>Resolution No. 2023-10-01, Resolution Establishing Regular Meeting Dates, Times, and Location, and Designating Location for Posting of 24-Hour Notices</p>	<p>Mr. Schlegel reviewed the proposed Resolution with the Board. The Board determined to hold special meetings as needed in 2024 and scheduled regular meetings to be held virtually at 11:00 a.m. on Thursday May 16, 2024, and at 10:30 AM on Thursday, October 17, 2024. The Board further determined that notices of meetings would be posted on the District’s website or at the Western Terminus of Marketplace Drive, West of Highway 70 if the District’s website is unavailable.</p> <p>Following review and discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board adopted Resolution No. 2023-10-01, Resolution Establishing Regular Meeting Dates, Times, and Location, and Designating Location for Posting of 24-Hour Notices.</p>

District Insurance	<p><u>Cyber Security and Increased Crime Coverage</u>: The Board discussed insurance renewals. Attorney Meintzer discussed cyber security and increased crime coverage.</p> <p>Upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board determined to renew its usual insurance coverage and to pay an increased premium of between \$350 and \$460 annually in to obtain \$100,000 in cyber security crime coverage.</p> <p><u>Insurance Committee</u>: The Board determined that the establishment of an Insurance Committee was not necessary.</p> <p><u>Renewal of District’s Insurance and Special District Association (“SDA”) Membership for 2024</u>: Following discussion, upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board authorized renewal of the District’s SDA membership for 2024.</p>
PUBLIC COMMENT:	None.
FINANCIAL MATTERS:	
Claims for Payment	Mr. Weaver discussed payments made since the Board’s last meeting for ratification by the Board. Upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board ratified the payment of claims paid through October 19, 2023.
Unaudited Financial Statements	<p>Mr. Weaver presented the District’s unaudited financial statements for the period ending September 30, 2023.</p> <p>Following review and discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2023.</p>

<p>Public Hearing on Amendment to 2023 Budget</p>	<p>Director Marshall opened the public hearing to consider an amendment to the 2023 Budget.</p> <p>It was noted that publication of Notice stating that the Board would consider amendment of the 2023 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 the public hearing.</p> <p>No public comments were received, and the public hearing was closed.</p> <p>It was noted that an amendment to the 2023 Budget was not required.</p>
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<p>Public Hearing on 2024 Budget</p>	<p>Director Marshall opened the public hearing to consider the proposed 2024 Budget and discuss related issues.</p> <p>It was noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.</p> <p>No public comments were received, and the public hearing was closed.</p> <p>Mr. Weaver reviewed with the Board the estimated District revenues and expenditures for 2024.</p> <p>The Board determined to certify a combined total of 82.070 mills for the 2024 Budget year. Revenues are to be provided by developer advances.</p> <p>Upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board approved the 2024 Budget, as discussed, and considered adoption of Resolution No. 2023-10-02 to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution No. 2023-10-03 to Set Mill Levies (13.455 mills in the General Fund and 67.269 mills in the Debt Service Fund, 1.346 mills for Contractual Obligations for a total mill levy of 82.070 mills.)</p> <p>Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County not later than January 10, 2024. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2024.</p>
<p>Resolution No. 2023-10-04 Authorizing Adjustment of District Mill Levies in Accordance with the Service Plan</p>	<p>Attorney Meintzer noted that, per the 2024 Budget, the District would need to adjust the mill levy in accordance with the District's Service Plan. Upon motion duly made by Director Marshall, seconded by Director Vitella, and upon a vote unanimously carried the Board adopted Resolution No. 2023-10-04 Authorizing Adjustment of District Mill Levies in Accordance with the Service Plan.</p>

DLG-70 Certification of Tax Levies	Following discussion, upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board directed the District's Accountant to prepare, sign, and file the DLG-70 Certification of Tax Levies with the Board of County Commissioners and other interested parties.
Preparation of 2025 Budget	Upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board directed the District Accountant to prepare the 2025 Budget.
2023 Audit	Mr. Weaver discussed the engagement of Haynie & Company to perform the 2023 Audit. Following discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board approved Haynie & Company to perform the District's 2023 Audit.
CAPITAL / CONSTRUCTION MATTERS:	
Engineer's Report and Verification of Costs Associated with Public Improvements No. 3, Muegge Farms Filing No. 7	Attorney Meintzer presented a copy of the Engineer's Report and Verification of Costs Associated with Public Improvements No. 3, Muegge Farms Filing No. 7, prepared by Schedio Group LLC. Following discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella and upon vote unanimously carried, the Board approved and accepted the Engineer's Report and Verification of Costs No. 3 in the amount of \$264,819.24.
Project Fund Requisition of the District's \$10,431,000 Limited Tax General Obligation Bonds, Series 2021A(3)	<p>Mr. Weaver presented a Project Fund Requisition for disbursement of funds from the District's Limited Tax General Obligation Bonds, Series 2021A(3) under the Facilities Funding and Acquisition Agreement by and between the District and MGV Investments, LLC in the amount of \$264,819.24.</p> <p>Upon a motion duly made by Director Marshall, seconded by Director Vitella and upon vote unanimously carried, the Board Approved the Project Fund Requisition in the amount of \$264,819.24, as certified by Schedio Group LLC.</p>
Bemas Construction, Inc. Change Order No. 1	Upon a motion duly made by Director Marshall, seconded by Director Vitella and upon vote unanimously carried, the Board approved Change Order No. 1 under the Road Construction and Pond Grading construction contract with Bemas Construction, Inc. to remove portions of the original contract scope for excavating the Brunner Infiltration Pond.

Second Amendment to Step-In Rights Agreement	<p>Attorney Meintzer presented the Second Amendment to the Step-In Rights Agreement between the District and Richmond American Homes of Colorado, Inc.</p> <p>Upon a motion duly made by Director Marshall, seconded by Director Vitella and upon vote unanimously carried, the Board Approved the Second Amendment to Step-In Rights Agreement between the District and Richmond American Homes of Colorado, Inc.</p>
Status of Development	Director Marshall provided an update on the status of development within the District.
LEGAL MATTERS:	
Amendment of Multiple-Year Operations Funding Agreement with MGV Investments, LLC	Following discussion, the Board determined that an amendment was not necessary at this time.
Section 32-1-809, C.R.S. Requirements (Annual Transparency Notice)	Following discussion, and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board directed management to prepare and file the Annual Transparency Notice for the District for 2024.
Resolution No. 2023-10-05 Amending the District's Colorado Open Records Act (CORA) Policy	<p>Attorney Meintzer discussed a proposed Resolution amending the District's CORA Policy to address recent changes due to the passage of Senate Bill 23-286.</p> <p>Following discussion, and upon a motion duly made by Director Marshall, seconded by Director Vitella and, upon vote unanimously carried, the Board approved and adopted Resolution No. 2023-10-05 Amending the District's Colorado Open Records Act Policy.</p>
Executive Session	The Board determined that an executive session was not necessary.
OTHER BUSINESS:	None
ADJOURNMENT:	There being no further business coming before the Board, upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the meeting was adjourned at 11:25 a.m.
	The foregoing Minutes were approved by the Board of Directors on June 5, 2024.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Kurt Schlegel

Secretary