

RECORD OF PROCEEDINGS

	<p style="text-align: center;">MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE MUEGGE FARMS METROPOLITAN DISTRICT NO. 3</p> <p>Held: Thursday, November 17, 2022, at 10:00 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., 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 at 10:05 a.m.</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, 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 as amended.</p>
<p>Consent Agenda</p>	<p>Upon motion duly made by Director Marshall, seconded by Director Vitella and, upon vote, unanimously carried, the Board approved the Consent Agenda items, as follows:</p> <ul style="list-style-type: none"> A. Approve the minutes of the October 27, 2022 Special Meeting. B. Ratify approval of the Memorandum of Understanding - Sanitary Sewer Design by and between the District and the Town of Bennett, Colorado. C. Ratify approval of the Fill Dirt and License Agreement by and between the District and LGI Homes – Colorado, LLC. D. Ratify approval of the License Agreement by and between the District and Muegge Farms, LLC. E. Ratify approval of the Master Service Agreement (“MSA”) for Design Services by and between the District and Aqua Engineering Consultants, LLC (“AQUA”), and Task Order No. 1 under the MSA with AQUA. F. Ratify approval of the Agreement for Professional Engineering and Surveying Services by and between the District and EMK Consultants, Inc. G. Ratify approval of the Service Agreement for Dirt Loading and Hauling by and between the District and PR Trucking Enterprises, Inc.

	H. Ratify approval of the Service Agreement for Erosion Control by and between the District and EMR Enterprises, LLC.
PUBLIC COMMENT:	None.
LEGAL MATTERS:	
Cost Sharing Agreement between Muegge Farms Metropolitan District Nos. 1, 2, and 3	The Directors and consultants discussed the need for a potential Cost Sharing Agreement between the Districts and timeline for repayments to developers. Attorney Meintzer noted that the Board had already approved the agreements necessary to effectuate the intent of cost sharing. The Board did not take further action.
Engineer's Report and Verification of Costs Associated with Public Improvements	The Board discussed an Engineer's Report and Verification of Costs Associated with Public Improvements prepared by Schedio Group LLC regarding shared roadway improvements with Muegge Farms Metropolitan District Nos. 1 and/or 2 (the "Cost Verification"). Following discussion, upon motion duly made by Director Vitella, seconded by Director Marshall, and, upon vote, unanimously carried, the Board acknowledged the Cost Verification and authorized Director Marshall to approve it and a related Bond Requisition in an amount not to exceed the amount verified in the Cost Verification for cost sharing with Muegge Farms Metropolitan District Nos. 1 and/or 2 under the Cost Sharing Agreement, if needed.
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 10:45 a.m.
	The foregoing Minutes were approved by the Board of Directors on March 6, 2023.
	The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting. <i>Kurt C. Schlegel</i> _____ Secretary