

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. 2</p> <p>Held: Friday, October 21, 2021, at 10:00 a.m.</p> <p style="text-align: center;">Virtually via Zoom videoconference and at:</p> <p style="text-align: center;">High Plains Diner 100 Bennett Avenue, #2 Bennet, CO 80102</p>
Attendance	<p>A Special Meeting of the Board of Directors of the Muegge Farms Metropolitan District No. 2 (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 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. – was present at the physical meeting location</p> <p>The meeting was open to the public.</p> <p>Attorney Meintzer confirmed the presence of a quorum and Director Marshall called the meeting to order at 10:08 a.m.</p>
ADMINISTRATIVE MATTERS:	
Disclosure of Potential Conflicts of Interest	<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</p>

	<p>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, with Mr. Schlegel attending in-person at the physical location noted on the agenda. 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, all in accordance with statute.</p> <p>Upon 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 Marshall, seconded by Director Vitella 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 August 16, 2021 Special Meeting.</p>

<p>Resolution No. 2021-10-01, Resolution Establishing Regular Meeting Dates, Times, and Location, and Designating Location for Posting of 24-Hour Notices</p>	<p>Attorney Meintzer reviewed the proposed Resolution with the Board. The Board determined to hold special meetings as needed in 2022 and scheduled regular meetings be held virtually at 10:00 AM on Thursday, June 23, 2022 and Thursday, October 27, 2022. The Board further determined that notices of meeting shall be posted on the District’s website or at the Western Terminus of Marketplace Drive, West of Highway 79.</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. 2021-10-01, Resolution Establishing Regular Meeting Dates, Times, and Location, and Designating Location for Posting of 24-Hour Notices.</p>
<p>PUBLIC COMMENT:</p>	<p>None.</p>
<p>FINANCIAL MATTERS:</p>	
<p>Claims for Payment</p>	<p>Mr. Weaver presented a list of payments made since the Board’s last meeting for review and consideration. Following review and discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board ratified previous payments made in the amount of \$1,050.00 and approved the payment of claims presented totaling \$4,487.80.</p>
<p>Unaudited Financial Statements</p>	<p>Mr. Weaver presented the District’s unaudited financial statements for the period ending July 31, 2021.</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 July 31, 2021.</p>

<p>Resolution No. 2021-10-02; 2021 Budget Amendment</p>	<p>Director Marshall opened the public hearing to consider a proposed amendment to the 2021 Budget.</p> <p>It was noted that publication of Notice stating that the Board would consider amendment of the 2021 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 members of the general public were in attendance and no comments were received. The public hearing was closed.</p> <p>Mr. Weaver reviewed with the Board the proposed amendment to the 2021 Budget.</p> <p>Following discussion, and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board adopted Resolution No. 2021-10-02; Resolution to Amend the 2021 Budget, amending the General Fund to \$69,254 and the Debt Service Fund to \$1,600,000. The Consultants were directed to make the appropriate statutory filings.</p>
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<p>Resolution No. 2021-10-03 2022 Budget, and Resolution No. 2021-10-04 Setting District Mill Levies</p>	<p>Director Marshall opened the public hearing to consider the proposed 2022 Budget and discuss related issues.</p> <p>It was noted that publication of Notice stating that the Board would consider adoption of the 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>Mr. Weaver reviewed with the Board the estimated 2021 expenditures and the proposed 2022 expenditures.</p> <p>Upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon a vote unanimously carried the Board adopted Resolution No. 2021-10-03 to Adopt the 2022 Budget and Appropriate Sums of Money, and Resolution No. 2021-10-04 to Set Mill Levies (0.000 mills in the General Fund, 0.000 mills in the Debt Service Fund, and 0.000 mills in the Bennett Regional Improvements (“BRI”) Fund, for a total of 0.000 mills). The Consultants were directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County no later than December 15, 2021. The Consultants were further directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2022.</p>
<p>Resolution No. 2021-10-05, Resolution Authorizing Adjustment of the District’s Mill Levy</p>	<p>Attorney Meintzer presented the proposed Resolution authorizing the District to adjust the maximum mill levy to reflect the statutory change in the ratio of valuation for assessment of residential real property to from 7.20% to 7.15%. Following discussion, the Board determined that the Resolution No. 2021-10-05, Resolution Authorizing Adjustment of the District’s Mill Levy was not needed and, therefore, was not adopted by the Board.</p>
<p>DLG-70 Certification of Tax Levies</p>	<p>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.</p>

2021 Audit Engagement	Mr. Weaver discussed two firms that had submitted engagement letters for completion of the 2021 Audit. 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 2021 Audit Engagement Letter from Haynie & Co. to prepare the 2021 Audit in an amount not to exceed \$7,000.
Preparation of 2023 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 2023 Budget.
LEGAL MATTERS:	
First Amendment to Operation Funding Agreement	Attorney Meintzer discussed the need to amend the Operation Funding Agreement by and between Muegge Farms Metropolitan District No. 2 and MGV Investments, LLC to increase the Shortfall Amount to \$155,000.00. Following review and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board approved the First Amendment to the Operation Funding Agreement by and between Muegge Farms Metropolitan District No. 2 and MGV Investments, LLC
Resolution No. 2021-10-06; 2022 Election Resolution	Attorney Meintzer presented a Resolution calling for a Regular Election for Directors on May 3, 2022. 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. 2021-10-06 Calling a Regular Election for Directors on May 3, 2022, appointing Kurt C. Schlegel as the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.
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.
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 10:17 a.m.
	The foregoing Minutes were approved by the Board of Directors on June 23, 2022.
	<p>The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.</p> <p style="text-align: center;"><i>Kurt C. Schlegel</i></p> <hr style="width: 25%; margin-left: auto; margin-right: auto;"/> <p style="text-align: center;">Secretary</p>