

## RECORD OF PROCEEDINGS

	<p style="text-align: center;"><b>MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE MUEGGE FARMS METROPOLITAN DISTRICT NO. 3</b></p> <p>Held: Wednesday, July 26, 2023, at 10:00 a.m.</p> <p style="text-align: center;">Virtually via Zoom videoconference</p>
Attendance	<p>A Special Meeting of the Board of Directors (the “Board”) 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 &amp; Weaver, LLC CJ Kirst, Tahoe Consulting, 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 Director Marshall called the meeting to order.</p>
<b>ADMINISTRATIVE MATTERS:</b>	
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 to the Secretary of State. The Board members 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. Attorney Meintzer noted 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>

Meeting Location and Manner / Posting of Notices / Agenda	<p>Mr. Schlegel reported that the Meeting Notice and Agenda were 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>
May 2, 2023 Election	<p>Mr. Schlegel reviewed with the Board the results of the 2023 Directors election. No individuals returned self-nomination forms for the 3 vacancies and, therefore, the election was cancelled as there were not more candidates than positions available to be filled.</p>
Appointment of Officers	<p>The Board discussed the appointment of officers and the responsibilities of each position. Upon a motion duly made by Director Marshall, seconded by Director Vitella and unanimously carried, the Board approved the appointment of Director Marshall as President of the Board, Director Vitella as the Treasurer of the District, and Kurt Schlegel as Secretary to the Board (non-elected position).</p>
Consent Agenda	<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"> <li>A. Approve the minutes of the March 6, 2023 Special Meeting.</li> <li>B. Review and Consider Ratification of Payments Made through June 30, 2023.</li> </ul>
<b>PUBLIC COMMENT:</b>	None.
<b>FINANCIAL MATTERS:</b>	
Claims for Payment	<p>Mr. Weaver reviewed the invoices paid and invoices pending payment for the period ending July 26, 2023. Upon motion duly made by Director Marshall and seconded by Director Vitella and unanimously carried, the Board ratified claims paid and approved payment of claims for the period ending July 26, 2023.</p>

Unaudited Financial Statements	Mr. Weaver reviewed with the Board the unaudited financial statements for the period ending June 30, 2023. Following discussion and upon motion duly made by Director Marshall, seconded by Director Vitella the Board accepted the unaudited financial statements as presented.
2022 Financial Audit	Mr. Weaver reviewed with the Board the draft Audit of the District's 2022 financial statements. Mr. Weaver advised the Board that his office has completed a preliminary review of the draft Audit and noted the auditor was delivering a clean opinion. Following discussion and upon motion duly made by Director Marshall, seconded by Director Vitella and unanimously carried, the Board accepted the Audit.
Resolution No. 2023-07-01, Resolution of the Board of Directors of Muegge Farms Metropolitan District No. 3 Encumbering Additional Funds under the Development Agreement (Major Roadway Improvements)	Attorney Meintzer stated that additional funding is required for improvements required under the Development Agreement and presented a proposed Resolution encumbering additional funds in the amount of \$209,000 required to complete the improvements under the Development Agreement (Major Roadway Improvements). Following discussion and upon motion duly made by Director Marshall, seconded by Director Vitella and unanimously carried, the Board approved Resolution No. 2023-07-01, Resolution of the Board of Directors of Muegge Farms Metropolitan District No. 3 Encumbering Additional Funds under the Development Agreement (Major Roadway Improvements).
<b>CONSTRUCTION MATTERS:</b>	
Road Construction & Pond Grading	Mr. Kirst briefed the Board on the status of the major roadway construction and pond grating matters, noting that curb and gutter installation should be complete by the end of 2023 and that roads are scheduled to be completed in 2024. Mr. Kirst further noted that he would handle related notices to proceed and related items.
Construction Contract for Roadways and Detention Pond with Alpine Civil Construction, Inc.	The Board discussed the Construction Contract for Roadways and Detention Pond with Alpine Civil Construction, Inc. Following discussion and upon motion duly made by Director Vitella, seconded by Director Marshall and unanimously carried, the Board approved the Construction Contract for Roadways and Detention Pond with Alpine Civil Construction, Inc., and authorized necessary actions related thereto.

<b>LEGAL MATTERS:</b>	None.
<b>OTHER BUSINESS:</b>	None.
<b>ADJOURNMENT:</b>	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.
	The foregoing Minutes were approved by the Board of Directors on October 19, 2023.
	The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.  <i>Kurt C. Schlegel</i> _____ Secretary