

# RECORD OF PROCEEDINGS

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## MINUTES OF THE COORDINATED REGULAR MEETING OF

TRAILSIDE METROPOLITAN DISTRICT NO. 1  
TRAILSIDE METROPOLITAN DISTRICT NO. 2  
TRAILSIDE METROPOLITAN DISTRICT NO. 3  
TRAILSIDE METROPOLITAN DISTRICT NO. 4  
TRAILSIDE METROPOLITAN DISTRICT NO. 5

April 18, 2023

The Coordinated Regular Meeting of the Boards of Directors (collectively, “Board”) of Trailside Metropolitan District No. 1, Trailside Metropolitan District No. 2, Trailside Metropolitan District No. 3, Trailside Metropolitan District No. 4, and Trailside Metropolitan District No. 5 (collectively, “Districts”) was held via videoconference, on Tuesday, April 18, 2023, at 4:00 p.m.

### ATTENDANCE

#### Directors in Attendance:

Patrick McMeekin, President & Chairman (District Nos. 1-5)  
Mike Welty, Vice Chair & Asst. Secretary/Treasurer (District Nos. 1-5)  
Landon Hoover, Secretary/Treasurer (District Nos. 1-5)  
Tiffany White, Director (District No. 2)

#### Directors Absent, but Excused:

Kara Hoover, Vice Chair & Asst. Secretary/Treasurer (District Nos. 1-5)

#### Also in Attendance:

David O’Leary, Esq.; Spencer Fane, LLP  
Andrew Kunkel, Kevin Mitts, Christy McCutchen, Doug Campbell, Adam Brix, Tracie Kaminski, and Stanley Holder; Pinnacle Consulting Group, Inc.  
Taralee Jackson; Hartford Homes  
Stacie Miller; Resident of the District

### ADMINISTRATIVE ITEMS

The Coordinated Regular Meeting of the Board of Directors of Trailside Metropolitan District Nos. 1, 2, 3, 4, and 5 was called to order by Director McMeekin at 4:01 p.m. He noted that a quorum was present for each of the Boards, with three of the four members present for District Nos. 1, 3, 4 and 5 and four of five members for District No. 2 in attendance. All Board Members also confirmed that prior to the meeting they had been notified of the meeting and all Board Members confirmed their qualification to serve on the Boards.

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Declaration of Quorum/Combined Meeting of District Nos.1-5/Director Disclosure of potential conflicts of interest: The Boards of Directors determined to hold combined meetings of the Districts and to prepare joint minutes of action taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all the Districts. Where necessary, action taken by an individual District will be reflected in these minutes.

Mr. O’Leary noted that notices of potential conflicts of interest for all Board Members were filed, disclosing potential conflicts as all Board Members that are associated with Trailside Development, LLC, the primary landowner, and developer within the District have disclosed that conflict. Director T. White is a resident of District No. 2. Mr. O’Leary advised the Boards that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board Members determined that the participation of the members’ present was necessary to obtain a quorum or otherwise enable the Boards to act.

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AGENDA

The Boards reviewed the agenda. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to approve the agenda, as presented.

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APPROVAL OF MINUTES

The minutes of the February 21, 2023, Regular Board Meeting were presented and reviewed. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to approve the minutes of the February 21, 2023, Regular Board Meeting, as presented.

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PUBLIC COMMENTS

The Board opened the meeting to public comment.

Staci Miller introduced herself as a resident of the District and as the new Board member starting in May. Ms. Miller requested that the pool staff ensure the doors to the pool area remain closed and not propped open. Mr. Brix noted that pool tags will be utilized this year to address Ms. Miller’s concern. Mr. Campbell stated there will be an adult supervisor close by to assist in monitoring the pool.

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There being no further comments, this portion of the meeting was closed.

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DIRECTOR  
COMMENTS

There were no comments made by the Directors.

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FINANCIAL ITEMS

Payment of Claims: Ms. Kaminski presented the Payment of Claims for period ending April 12, 2023, in the amount of \$65,834.84 to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to ratify the Payment of Claims for period ending April 12, 2023, totaling \$65,834.84.

Ratification of 2022 Audit Exemptions for District Nos. 2, 3, & 5: Ms. Kaminski requested ratification of the 2022 Audit Exemptions for District Nos. 2, 3, & 5 to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to ratify the 2022 Audit Exemptions for District Nos. 2, 3, & 5.

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2023 AMENDED  
BUDGET  
HEARING

Director McMeekin opened the 2023 Amended Budget Hearing for District No. 1 Capital Projects Fund. It was noted that notice of the hearing had been published in accordance with state budget law. There being no public input, Director McMeekin closed the hearing. The Boards reviewed the Amended 2023 Budget, which detailed estimated revenues and expenditures.

Adopted Capital Projects Fund: \$6,650,000

Amended Capital Projects Fund: \$9,525,000

Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to approve the Resolution to Amend the 2023 Budget for District No. 1 Capital Projects Fund.

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CAPITAL  
MANAGER ITEMS

Partial Capital Public Improvement Cost Acceptance No. 10 for Filing 2 (Phase 2G and 1B) Subject to Receipt of Engineer Certification of Costs: Mr. Holder reviewed the Partial Capital Public Improvement Cost Acceptance No. 10 for Filing 2 (Phase 2G and 1B) with the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to approve the Partial Capital Public Improvement Cost Acceptance No. 10 for Filing 2 (Phase 2G and 1B) subject to receipt of Engineer Certification of Costs, as presented.

Partial Capital Public Improvement Cost Acceptance No. 11 for Filing 2 (Phase 3A and 3B) Landscaping Subject to Receipt of Engineer Certification of Costs: Mr. Holder reviewed and requested approval of a Partial Capital Public Improvement Cost Acceptance No. 11 for Filing 2 (Phase 3A and 3B) Landscaping with the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to approve the Partial Capital Public Improvement Cost Acceptance No. 11 for Filing 2 (Phase 3A and 3B) Landscaping subject to receipt of Engineer Certification of Costs, as presented.

Partial Capital Public Improvement Cost Acceptance No. 12 for Filing 2 (Phase 3A, 3B, and 1G): Mr. Woolard provided an update of the upcoming Partial Capital Public Improvement Cost Acceptance No. 12 for Filing 2 (Phase 3A, 3B, and 1G) to the Boards and answered questions.

Process for Final Acceptance of Capital Improvement Costs for Filing 1 and Filing 2 Subdivision Improvements (All Phases): Mr. Woolard discussed the process for final acceptance of Capital Improvement Costs for Filing 1 and Filing 2 Subdivision Improvements (All Phases) with the Boards and answered questions.

Work Order #2023-01 with Galloway and Company, Inc. for Engineering Cost Certification Services: Mr. Holder presented and requested approval of Work Order #2023-01 with Galloway and Company, Inc. for Engineering Cost Certification Services to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to approve Work Order #2023-01 with Galloway and Company, Inc. for Engineering Cost Certification Services, as presented.

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### LEGAL ITEMS

Reimbursement Resolution for Partial Capital Public Improvement Cost Acceptance No. 10: Mr. O’Leary presented and requested approval of the Reimbursement Resolution for Partial Capital Public Improvement Cost Acceptance No. 10 to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director White and, upon vote unanimously carried, it was

**RESOLVED** to approve the Reimbursement Resolution for Partial Capital Public Improvement Cost Acceptance No. 10, as presented.

Reimbursement Resolution for Partial Capital Public Improvement Cost Acceptance No. 11: Mr. O’Leary presented and requested approval of the Reimbursement Resolution for Partial Capital Public Improvement Cost Acceptance No. 10 to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director White and, upon vote unanimously carried, it was

**RESOLVED** to approve the Reimbursement Resolution for Partial Capital Public Improvement Cost Acceptance No. 11, as presented.

Amendments to the Developer Funding and Reimbursement Agreement for Operations & Maintenance Costs, Advance and Reimbursement Agreement for Capital Costs, and Updates to Related Promissory Notes: Mr. O’Leary presented and requested approval of the Amendments to the Developer Funding and Reimbursement Agreement for Operations & Maintenance Costs, Advance and Reimbursement Agreement for Capital Costs, and Updates to Related Promissory Notes to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director White and, upon vote unanimously carried, it was

**RESOLVED** to approve the Amendments to the Developer Funding and Reimbursement Agreement for Operations & Maintenance Costs, Advance and Reimbursement Agreement for Capital Costs, and Updates to Related Promissory Notes, as presented.

Acceptance of Dedication of Public Improvements Assets and Associated Special Warranty Deeds for Related Outlots: Mr. O’Leary presented and requested approval of the Acceptance of Dedication of Public Improvements Assets and Associated Special Warranty Deeds for Related Outlots to the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director White and, upon vote unanimously carried, it was

**RESOLVED** to approve the Acceptance of Dedication of Public Improvements Assets and Associated Special Warranty Deeds for Related Outlots, as presented.

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Service Plan Amendment: Director McMeekin and Mr. O’Leary provided an update on the Service Plan Amendment to the Boards and answered questions. Director McMeekin stated that the Service Plan Amendment will include the Drehle property. Mr. O’Leary stated that the Covenants Conditions and Restrictions will be expanded to incorporate the newly formed District after the 2023 Election.

2023 Election: Mr. O’Leary provided an update on the 2023 Election to the Boards and answered questions.

DISTRICT  
MANAGER ITEMS

Manager’s Report: Mr. Mitts, Mr. Brix, and Ms. McCutchen reviewed the Management Report with the Boards and answered questions. Director McMeekin inquired about the turnaround time for ARC review requests. Ms. McCutchen stated there is a quick turnaround for ARC review requests.

Contract Modifications: Mr. Brix requested ratification of the Contract Modifications. Following review and discussion, upon motion duly made by Director L. Hoover seconded by Director Welty and, upon vote unanimously carried, it was

**RESOLVED** to ratify the Contract Modifications.

Work Order with Mill Brothers Landscaping for Additional Service Areas: Mr. Brix discussed the Work Order with Mill Brothers Landscaping for additional service areas with the Boards and answered questions. It was the consensus of the Board to table this item until the next scheduled meeting.

Update on Non-Compliance of Architectural Application Submittal: Mr. O’Leary discussed non-compliance of an architectural application submittal of a resident with the Boards and answered questions. The Boards directed Pinnacle Consulting Group, Inc. to continue to collaborate with the resident to help them come into compliance with the architectural application.

BOARD MEMBER  
ITEMS

Director White suggested that the District install a community bulletin board near the mailboxes. The Board discussed and directed District staff to provide cost estimates at the next Board meeting.

OTHER MATTERS

There were no Other Matters brought before the Boards.

EXECUTIVE  
SESSION

No Executive Session was needed at this time.

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### ADJOURNMENT

Upon motion duly made by Director McMeekin, seconded by Director L. Hoover and, upon vote unanimously carried, the meeting was adjourned at 5:07 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above referenced meeting and was approved by the Board of Directors of Trailside Metropolitan District Nos. 1-5.

Respectfully submitted,

*Kevin Mitts*

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Kevin Mitts, Recording Secretary