

**EAGLE BROOK MEADOWS METROPOLITAN DISTRICT NOS. 1 – 3
2023 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

WHEREAS, Eagle Brook Meadows Metropolitan District Nos. 1 – 3 (individually, the “District” and collectively, the “Districts”) are required to perform certain administrative obligations during each calendar year to comply with certain statutory requirements, as further described below, and to assure the efficient operations of the Districts; and

WHEREAS, the Boards of Directors (the “Boards”) for the Districts desire to set forth such obligations herein and to designate, where applicable, the appropriate person or person(s) to perform such obligations on behalf of the Districts; and

WHEREAS, the Boards further desire to acknowledge and ratify herein certain actions and outstanding obligations of the Districts.

NOW, THEREFORE, THE BOARDS OF DIRECTORS OF EAGLE BROOK MEADOWS METROPOLITAN DISTRICT NOS. 1 – 3 HEREBY RESOLVE AS FOLLOWS:

1. The Boards direct the Districts’ Manager to prepare an accurate map as specified by the Division for filing with the Colorado Division of Local Government (the “Division”) or a notice that the Districts’ boundaries have not changed since the filing of the last map for the District, with the Division, the Larimer County Clerk and Recorder, and the Larimer County Assessor on or before January 1, 2023, as required by Section 32-1-306, C.R.S.

2. Pursuant to Section 24-32-116(3)(b), C.R.S, the Boards direct legal counsel to update the Division with any of the following information previously provided to the Division, in the event such information changes: (i) the official name of the Districts; (ii) the principal address and mailing address of the Districts; (iii) the name of the Districts’ agent; and (iv) the mailing address of the Districts’ agent.

3. The Boards direct legal counsel to prepare, no more than sixty (60) days prior to and not later than January 15, 2023, the Districts’ annual transparency notices containing the information set forth in Section 32-1-809(1), C.R.S., and to provide such notices to the eligible electors of the Districts in one of the manners set forth in Section 32-1-809(2), C.R.S. In addition, legal counsel is directed to file a copy of the notices with the Larimer County Board of County Commissioners, Larimer County Assessor, Larimer County Treasurer, Larimer County Clerk and Recorder, the Loveland City Council, and the Division as set forth in Section 32-1-104(2), C.R.S. A copy of the notices shall be made available for public inspection at the principal business office of the Districts.

4. The Boards direct the Districts’ accountant to submit proposed 2024 budgets for the Districts to the Boards by October 15, 2023, to schedule public hearings on the proposed budgets, prepare final budgets, and budget resolutions, including certifications of mill levies; and amendments to the budgets if necessary; to certify the mill levies to Larimer County on or before December 15, 2023; and to file the approved budgets and amendments thereto with the proper

governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

5. In the event additional real property is included into the boundaries of the Districts in the future, the Boards authorize legal counsel to record the special district public disclosure document and a map of the new boundaries of the Districts concurrently with the recording of the order for inclusion in the Larimer County Clerk and Recorder's office in accordance with Section 32-1-104.8(2), C.R.S.

6. The Boards direct legal counsel to notify the Loveland City Council of any alteration or revision of the proposed schedule of debt issuance set forth in the financial plan attached to the Districts' Service Plan, as required by Section 32-1-202(2)(b), C.R.S.

7. For any nonrated public securities issued by the Districts, the Boards direct the Districts' accountant to prepare and file with the Division on or before March 1, 2023, an annual information report with respect to any of the Districts' nonrated public securities which are outstanding as of the end of the Districts' fiscal year in accordance with Section 11-58-105, C.R.S.

8. The Boards hereby authorize the Districts' accountant to prepare and file an audit exemption and resolution for approval of audit exemption with the Colorado State Auditor by March 31, 2023, as required by Section 29-1-604, C.R.S.; or, if required by Section 29-1-603, C.R.S., the Boards authorize that an audit of the financial statements be prepared and submitted to the Boards before June 30, 2023 and filed with the State Auditor by July 31, 2023. In addition, if the District has authorized but unissued general obligation debt as of the end of the fiscal year, the Districts' accountant shall cause to be submitted to the Board of County Commissioners or the governing body of the municipality that adopted a resolution of approval of the Districts, the Districts' audit report or a copy of their application for exemption from audit in accordance with Section 29-1-606(7), C.R.S.

9. The Boards direct its staff to prepare the Unclaimed Property Act report and forward the report to the Colorado State Treasurer by November 1, 2023 if there is property presumed abandoned and subject to custody as unclaimed property, in accordance with Section 38-13-110, C.R.S.

10. The Boards direct the Districts accountant to cause the preparation of and to file with the Department of Local Affairs the annual public securities report for nonrated public securities issued by the Districts within sixty (60) days of the close of the fiscal year, as required by Sections 11-58-101 *et seq.*, C.R.S.

11. The Boards direct the District's manager and accountant to prepare and submit any continuing annual disclosure report and/or other financial reports and documents required to be filed pursuant to a continuing disclosure agreement and any authorizing resolution, indenture, pledge agreement, loan document, and/or any other document related to the issuance of any general or special obligation bonds, revenue bonds, loans from financial institutions or other multiple fiscal year obligations by the Districts and any refundings thereof, including, without

limitation, any continuing disclosure and financial reporting requirements required as part of District No. 3's Limited Tax General Obligation Bonds, Series 2021⁽³⁾.

12. The Boards designate the Secretary of the Districts as the official custodian of "public records," as such term is used in Section 24-72-202(2), C.R.S. Public records may also be maintained at the office of Icenogle Seaver Pogue, P.C. and Pinnacle Consulting Group, Inc.

13. The Boards direct legal counsel to advise it on the requirements of the Fair Campaign Practices Act Section 1-45-101 *et seq.*, C.R.S., when applicable.

14. The Boards direct that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in a paper of general circulation within the boundaries of the Districts, or in the vicinity of the Districts if none is circulated within the Districts including, but not limited to, *The Loveland Reporter-Herald*.

15. The Boards hereby determine that each director on the Board for District No. 1 shall receive compensation for services as directors in the amount of \$100 per meeting in accordance with Section 32-1-902(3)(a), C.R.S. The Boards hereby determine that those directors serving on the Board for District No. 2 but are not serving as directors on the Boards for District No. 1 and District No. 3 shall receive compensation for services as directors on the Board for District No. 2 in the amount of \$100 per meeting in accordance with Section 32-1-902(3)(a), C.R.S. The Boards hereby determine that those directors serving on the Board for District No. 3 but are not serving as directors on the Boards for District No. 1 and District No. 2 shall receive compensation for services as directors on the Board for District No. 3 in the amount of \$100 per meeting in accordance with Section 32-1-902(3)(a), C.R.S.

16. The Boards hereby determine that each member of the Boards shall execute an Affidavit of Qualification of Director at such time the member is either elected or appointed to the Boards. Such forms shall be retained in the Districts' files. Section 32-1-103(5), C.R.S. sets forth the qualifications required. Pursuant to Section 32-1-901 and Section 24-12-101, C.R.S., the Board directs legal counsel to prepare, administer and file an oath of office and a certificate of appointment, if applicable, and procure a surety bond for each Director, and to file copies of each with the Larimer County Clerk and Recorder, Clerk of the Court, and with the Division.

17. The Boards extend the current indemnification resolutions, adopted by the Boards on December 20, 2018, to allow the resolutions to continue in effect as written.

18. Pursuant to Section 32-1-1101.5, C.R.S., the Boards direct legal counsel to certify the results of special district ballot issue elections to incur general obligation indebtedness by certified mail to the Loveland City Council and to file a copy of the certification with the Colorado Division of Securities within forty-five (45) days after the election. Furthermore, whenever the Districts authorize or incur a general obligation debt, the Boards authorize legal counsel to record notice of such action and a description of such debt, in a form prescribed by the Division, in the Larimer County Clerk and Recorder's office within thirty (30) days after authorizing or incurring the debt in accordance with Section 32-1-1604, C.R.S. Furthermore, whenever the Districts incur general obligation debt, the Boards direct legal counsel to submit a

copy of the recorded notice to the Loveland City Council within thirty (30) days after incurring the debt in accordance with Section 32-1-1101.5(1), C.R.S.

19. The Boards direct legal counsel to prepare and file an application for a quinquennial finding of reasonable diligence with the Loveland City Council, if requested, in accordance with Section 32-1-1101.5(1.5) & (2), C.R.S.

20. The Boards direct legal counsel to prepare and file the special district annual report in accordance with the Districts' Service Plan and Section 32-1-207(3)(c), C.R.S.

21. The Boards have determined that legal counsel will file conflicts of interest disclosures provided by board members with the Colorado Secretary of State seventy-two (72) hours prior to each meeting of the Boards, in accordance with Sections 32-1-902(3)(b) and 18-8-308, C.R.S. Annually, legal counsel shall request that each Board member submit updated information regarding actual or potential conflicts of interest. Additionally, at the beginning of every term, legal counsel shall request that each Board member submit information regarding actual or potential conflicts of interest.

22. The Districts are currently members of the Special District Association ("SDA") and insured through the Colorado Special Districts Property and Liability Pool. The Boards direct the Districts' accountant to pay the annual SDA membership dues and insurance premiums in a timely manner. The Boards will biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

23. The Boards hereby opt to include elected or appointed officials as employees within the meaning of Section 8-40-202(1)(a)(I)(A), C.R.S., and hereby directs the District Manager to obtain workers' compensation coverage for the Districts.

24. Pursuant to Section 32-1-104.5(3)(a), C.R.S., the Board hereby designates the District's official website as <https://www.eaglebrookmeadowsmd.live/>. The Board directs the Districts Manager to maintain and update the official website of the District in compliance with Section 32-1-104.5(3)(a), C.R.S.

25. The Board members have reviewed the minutes from the November 4, 2021 and the February 24, 2022 meetings of the Boards, which minutes are attached hereto as Exhibit A. The Boards, being fully advised of the premises, hereby ratify and affirm each and every action of the Boards taken at said meetings. Furthermore, the Boards designate the Districts' Manager or his/her designee as the recording Secretary of the Boards' meetings.

26. Pursuant to Section 24-6-402(2)(d.5)(II)(E), C.R.S., the Boards hereby declare that all electronic recordings of executive sessions shall be retained for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. The Boards further direct the custodian of the electronic recordings of the executive session to systematically delete all such recordings made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90th) day after the date of the executive session.

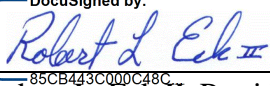
27. The Districts hereby acknowledge, agree and declare that the Districts' policy for the deposit of public funds shall be made in accordance with the Public Deposit Protection Act (Section 11-10.5-101 *et seq.*, C.R.S.). As provided therein, the Districts' official custodian may deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository. For purposes of this paragraph, "official custodian" means a designee with plenary authority including control over public funds of a public unit which the official custodian is appointed to serve. The Districts hereby designate the Districts' accountant as its official custodian over public deposits.

28. To the extent the Districts adopted a Declaration of Local Emergency Resolution, such resolution is hereby terminated.

Signature page follows.

ADOPTED AND APPROVED THIS 15th DAY OF NOVEMBER, 2022.

EAGLE BROOK MEADOWS METROPOLITAN
DISTRICT NOS. 1 – 3

DocuSigned by:
By: 
85CB443C000C48C
Robert L. Eck II, President

Signature Page to 2023 Annual Administrative Matters Resolution

EXHIBIT A

**Minutes from the
November 4, 2021 and February 24, 2022
Meetings of the Boards**

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF

EAGLE BROOK MEADOWS METROPOLITAN DISTRICTS NOS. 1-3

**HELD
November 4, 2021**

The Combined Special Meeting of the Boards of Directors (collectively, “Boards”) of the Eagle Brook Meadows Metropolitan District No. 1, Eagle Brook Meadows Metropolitan District No. 2, and Eagle Brook Meadows Metropolitan District No. 3 (collectively, “Districts”) was held via videoconference at 10:00 a.m. on Thursday, November 4, 2021. Notice of the combined meeting was duly posted.

Due to the threat to health and safety posed by the COVID-19 pandemic, this meeting was held via MS Teams and teleconference.

ATTENDANCE: Directors in Attendance for District Nos. 1 and 3:
Robert Eck, II, President
Stan Myers, Vice President
Dominic East, Secretary/Treasurer

Directors in Attendance for District No. 2:
Robert Eck, II, President
Stan Myers, Vice President
Dominic East, Secretary/Treasurer
Hope Pruett, Assistant Secretary
Roberto Ortiz, Assistant Secretary

Also in Attendance Were:
Deborah Early, Esq.; Icenogle Seaver Pogue, P.C.
Kammy Tinney, Andrew Kunkel, Randall Provencio, Kirsten Starman,
Doug Campbell, Dillon Gamber, and Molly Janzen; Pinnacle Consulting
Group, Inc.
Jason Henderson; Front Range Investment Holdings, LLC
Erik Halverson and Don Guerra; Land Asset Strategies

CALL TO ORDER The meeting was called to order at 10:08 a.m. by Director Eck, noting that a quorum was present, with three of three Board members in attendance for District Nos. 1 and 3 and five of five Board members in attendance

RECORD OF PROCEEDINGS

for District No. 2. The Directors in attendance confirmed their qualifications to serve.

COMBINED MEETING

The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Eagle Brook Meadows Metropolitan District No. 1, with concurrence by Eagle Brook Meadows Metropolitan District Nos. 2 and 3.

CONFLICT OF INTEREST DISCLOSURE

Ms. Early discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding 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 Ms. Tinney that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

AGENDA

The Boards reviewed the agenda. Upon motion duly made by Director Eck, seconded by Director East and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

APPOINTMENTS TO FILL BOARD VACANCIES

Ms. Early addressed the Board and provided an overview of the process for appointing interested candidates to the Board noting there are two interested candidates to fill two vacancies on the Board of District No. 1 and District No. 3. Following review and discussion, upon motion duly made by Director Eck, seconded by Director East and, upon vote, unanimously carried, it was

RESOLVED to appoint Don Guerra and Erik Halverson to the Board of Directors for District No. 1 and District No. 3.

ELECTION OF OFFICERS

The Board discussed the election of Officers. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Myers and, upon vote, unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to elect Don Guerra and Erik Halverson each to the office of Assistant Secretary.

WEBSITE PLATFORM

Ms. Tinney discussed with the Boards the need for an improved website with enhanced capabilities to comply with new statutory requirements versus the current basic platform utilized for the Districts' website. The estimated cost to implement the new website platform is included with the proposed 2022 budget for Board consideration.

PUBLIC COMMENT

There were no comments made by members of the public.

CONSENT AGENDA

The Boards considered the consent agenda items:

- A. Minutes – July 20, 2021 and July 29, 2021 Special Meetings.
- B. Ratification of Contract Modifications.
- C. Ratification of Pinnacle Addendum to Service Agreement.
- D. Ratification of Payment of Claims – July 15, 2021 through October 27, 2021.
- E. Unaudited Financial Statements ending September 30, 2021.

Following review and discussion, upon motion duly made by Director Eck, seconded by Director East and, upon vote, unanimously carried, it was

RESOLVED to approve the consent agenda items, as presented.

FINANCIAL ITEMS

Public Hearing to Consider Amended 2021 Budgets: Director Eck opened the public hearing to consider the Amended 2021 Budgets. Ms. Tinney noted that publication was made in a newspaper having general circulation within the District noting the date, time and location of today's public hearing. There were no written objections made prior to the hearing, and no members of the public present. There being no public present, the public portion of the budget hearing was closed. Ms. Janzen reviewed with the Boards the Amended 2021 budgets and responded to questions from the Boards. The District's budgets by fund are as follows:

RECORD OF PROCEEDINGS

District No. 3:
Debt Service Fund Expenditures: \$28,318
Capital Projects Fund Expenditures: \$14,595,600

Following review and discussion, upon motion duly made by Director Myers, seconded by Director East and, upon vote, unanimously carried it was

RESOLVED to approve the Resolution to Amend the 2021 Budgets for Eagle Brook Meadows Metropolitan District No. 3.

Public Hearing to Consider Adoption of 2022 Budgets: Director Eck opened the public hearing to consider the proposed 2022 Budgets. Ms. Tinney noted that publication was made in a newspaper having general circulation within the District noting the date, time and location of today's public hearing. There were no written objections made prior to the hearing, and no members of the public present. There being no public present, the public portion of the budget hearing was closed. Ms. Janzen reviewed with the Boards the proposed 2022 budgets and responded to questions from the Boards. The District's budgets by fund are as follows:

District No. 1:
Mill levy is 65.000 mills.
General Fund Expenditures: \$384,952
Debt Service Fund Expenditures: \$574
Capital Projects Fund: \$535,041

District No. 2:
Mill levy is 65.000 mills.
General Fund Expenditures: \$66,093
Debt Service Fund Expenditures: \$216,975

District No. 3:
Mill levy is 65.000 mills.
General Fund Expenditures: \$277
Debt Service Fund Expenditures: \$209,579

Following review and discussion, upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried it was

RESOLVED to approve the Resolution to Adopt the 2022 Budgets for Eagle Brook Meadows Metropolitan Districts Nos. 1-3,

RECORD OF PROCEEDINGS

Certify the Mill Levies, Appropriate Budgeted Funds and approve all other documents related to the adoption of the 2022 budgets. The District's Manager and Finance and Accounting Manager are authorized to make minor modifications necessary subject to receipt of the final certification of assessed valuation from Larimer County.

Engagement of Auditor – District No. 1 and District No. 3: Ms. Janzen discussed the services provided by John Cutler & Associates and recommended utilizing this firm to perform the 2021 Audit for District No. 1 and District No. 3. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Ortiz and, upon vote, unanimously carried it was

RESOLVED to engage John Cutler & Associates to perform the 2021 audits for Eagle Brook Meadows Metropolitan District No. 1 and No. 3.

CAPITAL
INFRASTRUCTURE
ITEMS

District Capital Infrastructure Report: Mr. Provencio reviewed the District Capital Infrastructure Report with the Boards and answered questions.

Construction Contract with e3 Signs for Phase 2 and 3 Public Landscaping for fabrication/installation of primary monument sign at Segundo Drive and 57th Street: Mr. Provencio presented a Construction Contract with e3 Signs for Phase 2 and 3 Public Landscaping for fabrication/installation of primary monument sign at Segundo Drive and 57th Street. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Myers and, upon vote, unanimously carried it was

RESOLVED to ratify approval of the Construction Contract with e3 Signs for Phase 2 and 3 Public Landscaping for fabrication/installation of primary monument sign at Segundo Drive and 57th Street in the amount of \$40,123.92.

LEGAL ITEMS

2022 Annual Administrative Matters Resolution: Ms. Early presented to the Boards the 2022 Annual Administrative Matters Resolution, which sets forth certain annual administrative obligations to be performed in 2022 by the District or its designees. Following review and discussion,

RECORD OF PROCEEDINGS

upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve the 2022 Annual Administrative Matters Resolution, as presented.

Second Amended and Restated Meeting Resolution (District Nos. 1-3): Ms. Early presented the Second Amended and Restated Meeting Resolution for District Nos. 1-3. Following review and discussion, upon motion duly made by Director Pruett, seconded by Director Myers and, upon vote, unanimously carried, it was

RESOLVED to approve the Second Amended and Restated Meeting Resolution for District Nos. 1-3.

Resolution Calling May 2022 Regular Election for District No. 2: Ms. Early presented the Resolution Calling May 2022 Regular Election for District No. 2. Following review and discussion, upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve Resolution Calling May 2022 Regular Election for District No. 2.

Oversizing Reimbursement Agreement between District No. 1 and the City of Loveland: Ms. Early presented the Oversizing Reimbursement Agreement between District No. 1 and City of Loveland. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Myers and, upon vote, unanimously carried, it was

RESOLVED to approve the Oversizing Reimbursement Agreement between District No. 1 and the City of Loveland.

Third Party Reimbursement Agreement between District No. 1 and the City of Loveland: Ms. Early presented the Third-Party Reimbursement Agreement between District No. 1 and the City of Loveland. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Myers and, upon vote, unanimously carried, it was

RESOLVED to approve the Third-Party Reimbursement Agreement between District No. 1 and the City of Loveland.

RECORD OF PROCEEDINGS

First Amendment to Amended and Restated Intergovernmental Agreement Concerning District Operations among Districts Nos. 1-3: Ms. Early presented the First Amendment to Amended and Restated Intergovernmental Agreement Concerning District Operations among District Nos. 1-3. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Pruett and, upon vote, unanimously carried, it was

RESOLVED to approve the First Amendment to Amended and Restated Intergovernmental Agreement Concerning District Operations among Districts Nos. 1-3.

Third Amendment to Improvement Acquisition, Advance and Reimbursement Agreement between District No. 1 and Front Range Investment Holdings, LLC (“Front Range”), and authorizing the refunding of a Subordinate Note and Issuance of new Subordinate Note for Capital Advances: Ms. Early presented the Third Amendment to Improvement Acquisition, Advance and Reimbursement Agreement between District No. 1 and Front Range Investment Holdings, LLC (“Front Range”), and authorizing the refunding of a Subordinate Note and Issuance of new Subordinate Note for Capital Advances. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Myers and, upon vote, unanimously carried, it was

RESOLVED to approve the Third Amendment to Improvement Acquisition, Advance and Reimbursement Agreement between District No. 1 and Front Range Investment Holdings, LLC (“Front Range”), and authorizing the refunding of a Subordinate Note and Issuance of new Subordinate Note for Capital Advances.

First Amendment to 2021 Funding and Reimbursement Agreement between District No. 1 and Front Range and authorizing the refunding of a Subordinate Note and Issuance of new Subordinate Note for Operational and Maintenance Expenses: Ms. Early presented the First Amendment to 2021 Funding and Reimbursement Agreement between District No. 1 and Front Range and authorizing the refunding of a Subordinate Note and Issuance of new Subordinate Note for Operational and Maintenance Expenses. Following review and discussion, upon motion duly made by Director Ortiz, seconded by Director Eck and, upon vote, unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to approve the First Amendment to 2021 Funding and Reimbursement Agreement between District No. 1 and Front Range and authorizing the refunding of a Subordinate Note and Issuance of new Subordinate Note for Operational and Maintenance Expenses.

Warranty Improvement Agreement between District No. 1 and Tralon Homes: Ms. Early presented the Warranty Improvement Agreement between District No. 1 and Tralon Homes. Following review and discussion, upon motion duly made by Director Pruett, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve the Warranty Improvement Agreement between District No. 1 and Tralon Homes.

Resolution Establishing Guidelines for District No. 1 Enforcement of Covenants: Ms. Early presented the Resolution Establishing Guidelines for District No. 1 Enforcement of Covenants. Following review and discussion, upon motion duly made by Director Pruett, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve the Resolution Establishing Guidelines for District No. 1 Enforcement of Covenants.

MANAGEMENT AND
OPERATIONAL
MATTERS

2022 Operations and Maintenance Service Agreements: Ms. Tinney presented the 2022 Operations and Maintenance Service Agreements.

- i. Foothills Landscape Management
- ii. High Plains Environmental Center
- iii. Affordable Pest Control
- iv. Wood Revival
- v. Fiske Electric
- vi. SWPPP

Following review and discussion, upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve the 2022 Operations and Maintenance Service Agreements, as presented.

RECORD OF PROCEEDINGS

District Management Report: Ms. Tinney presented the District Management Report to the Boards.

ARC Committee: Ms. Tinney requested the Board assign Pinnacle Consulting Group, Inc. to the ARC Committee and to remove Crystal Clemens. Following review and discussion, upon motion duly made by Director Eck, seconded by Director Pruett and, upon vote, unanimously carried, it was

RESOLVED to assign Pinnacle Consulting Group, Inc. to the ARC Committee and to remove Crystal Clemens.

OTHER ITEMS

Director Ortiz has spoken with District homeowners who would like Board consideration of a community garden in a green belt area and the addition of dog waste stations with bags.

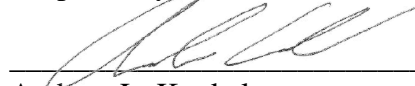
The Board and staff discussed their experiences associated with the management of community gardens. Ms. Starman noted that the Districts operate under a Hydrozone agreement with the City of Loveland and must adhere to strict irrigation water use requirements.

Director Eck noted that Phase 4 of the development includes plans for a dog park accessible by all within the District.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 11:47 a.m.

Respectfully submitted,



Andrew L. Kunkel

Recording Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF

EAGLE BROOK MEADOWS METROPOLITAN DISTRICTS NOS. 1-3

**HELD
February 24, 2022**

The Combined Special Meeting of the Boards of Directors (collectively, “Boards”) of the Eagle Brook Meadows Metropolitan District No. 1, Eagle Brook Meadows Metropolitan District No. 2, and Eagle Brook Meadows Metropolitan District No. 3 (collectively, “Districts”) was held via videoconference at 11:00 a.m. on Thursday, February 24, 2022. Notice of the combined meeting was duly posted.

Due to the threat to health and safety posed by the COVID-19 pandemic, this meeting was held via MS Teams and teleconference.

ATTENDANCE:

Directors in Attendance for District Nos. 1 and 3:

Robert Eck, II, President
Stan Myers, Vice President
Erik Halverson, Assistant Secretary
Donald Guerra, Assistant Secretary

Directors in Attendance for District No. 2:

Robert Eck, II, President
Stan Myers, Vice President
Hope Pruett, Assistant Secretary

Directors Absent, but Excused for District Nos. 1, 2 and 3:

Dominic East, Secretary/Treasurer

Directors Absent, but Excused for District No. 2:

Roberto Ortiz, Assistant Secretary

Also in Attendance Were:

Deborah Early, Esq.; Icenogle Seaver Pogue, P.C.
Kammy Tinney, Andrew Kunkel, Randall Provencio, Doug Campbell,
Adam Brix, Amanda Castle, Christy McCutchen, and Shannon Metcalf;
Pinnacle Consulting Group, Inc.
Clarissa MacDonald; Public Attendee

RECORD OF PROCEEDINGS

CALL TO ORDER The meeting was called to order at 11:06 a.m. by Director Eck, noting that a quorum was present, with four of five Board members in attendance for District Nos. 1 and 3 and three of five Board members in attendance for District No. 2. The Directors in attendance confirmed their qualifications to serve.

COMBINED MEETING The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Eagle Brook Meadows Metropolitan District No. 1, with concurrence by Eagle Brook Meadows Metropolitan District Nos. 2 and 3.

CONFLICT
OF
INTEREST
DISCLOSURE Ms. Early discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding 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 Ms. Tinney that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

AGENDA The Boards reviewed the agenda. Upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

PUBLIC COMMENT There were no comments made by members of the public.

CONSENT AGENDA The Boards considered the consent agenda items:

- A. Minutes – November 4, 2021 Special Meeting.
- B. Ratification of Contract Modifications.
- C. Ratification of Payment of Claims presented for payment.
- D. Unaudited Financial Statements ending December 31, 2021.

RECORD OF PROCEEDINGS

Following review and discussion, upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve the consent agenda items, as presented.

FINANCIAL ITEMS

District No. 1 & District No. 3 2021 Audit Update: Ms. Castle provided an update on the District No. 1 and District No. 3 Audit.

Resolution to Establish ColoTrust Account District No. 1 and District No. 3: Ms. Castle presented the Resolution to Establish a ColoTrust Account for District No. 1 and District No. 3. Following review and discussion, upon motion duly made by Director Myers, seconded by Director Eck and, upon vote, unanimously carried, it was

RESOLVED to approve Resolution to Establish ColoTrust Account for District No. 1 and District No. 3.

Resolution to Establish ColoTrust Account District No. 2: Ms. Castle presented the Resolution to Establish a ColoTrust Account for District No. 2. Following review and discussion, upon motion duly made by Director Myers, seconded by Director Pruett and, upon vote, unanimously carried, it was

RESOLVED to approve Resolution to Establish ColoTrust Account for District No. 2.

CAPITAL INFRASTRUCTURE ITEMS

District Capital Infrastructure Report: Mr. Provencio reviewed the District Capital Infrastructure Report with the Boards and answered questions.

Capital Fund Summary: Mr. Provencio reviewed the Capital Fund Summary with the Boards and answered questions.

LEGAL ITEMS

May 2022 Regular Election: Ms. Early provided an updated on the May 2022 Regular Election and answered questions.

RECORD OF PROCEEDINGS

District Consolidation & Dissolution Options: Ms. Early reviewed options for district consolidation and dissolution options with the Boards and answered questions.

MANAGEMENT AND
OPERATIONAL
MATTERS

District Management Report: Ms. Tinney presented the management report to the Boards and answered questions.


OTHER ITEMS

There were no Other Items brought before the Boards for consideration.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 11:40 a.m.

Respectfully submitted,


Shannon Metcalf
Recording Secretary for the Meeting