

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF TURION SOUTH METROPOLITAN DISTRICT NOS. 1-10

HELD
November 16, 2023

The Regular Meeting of Turion South Metropolitan District Nos. 1-10 was held via MS Teams and Teleconference on Thursday, November 16, 2023, at 12:00 p.m.

ATTENDANCE

Directors in Attendance:

Robert Eck, President & Chairperson
Bradley Lenz, Treasurer
Donald Guerra, Secretary

Also in Attendance:

Deborah Early; Icenogle Seaver Pogue, P.C.
Tiffany Skoglund, Andrew Kunkel, Jenna Pettit, and Amanda Castle;
Pinnacle Consulting Group, Inc.
Meredith Maroone; Cascade Management

ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Boards of Directors (collectively, the “Boards”) of the Turion South Metropolitan District Nos. 1-10 (collectively, the “District”) was called to order by Ms. Skoglund at 12:00 p.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of Turion South Metropolitan District No. 1, with concurrence by the Boards of Directors of Turion South Metropolitan District Nos. 2, 3, 4, 5, 6, 7, 8, 9, & 10.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Ms. Early noted that a quorum was present, with three out of three Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Ms. Early 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 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. Early that

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disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Guerra, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended to clarify the title of Legal Item B as Resolution Approving the First Amendment to Improvement Acquisition, Advance and Reimbursement Agreement with Front Range Investment Holdings, LLC.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Ms. Skoglund reviewed the items on the consent agenda with the Boards. Ms. Skoglund advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Eck, Seconded by Director Lenz, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Minutes – December 16, 2022, Organizational Meeting.
 - B. Payment of Claims.
 - C. 2024 Annual Administrative Matters Resolution.
 - D. 2024 Meeting Resolution.
 - E. First Amendment to Public Records Policy.
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DISTRICT MANAGER ITEMS

District Manager's Report: Ms. Skoglund presented the District Manager's Report to the Boards.

Service Contract with Pinnacle Consulting Group, Inc.: Ms. Skoglund presented the Service Contract with Pinnacle Consulting Group, Inc. to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director Eck, and upon vote, unanimously carried, it was

RESOLVED to approve the Service Contract with Pinnacle Consulting Group, Inc., as presented.

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FINANCIAL ITEMS

Financial Report: Ms. Castle reviewed the unaudited Financial Statements for the period ending September 30, 2023, with the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Eck, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to accept the unaudited Financial Statements for the period ending September 30, 2023, as presented.

2024 BUDGET HEARING

Ms. Castle opened the 2024 Budget Hearing for Turion South Metropolitan District Nos. 1-10. Ms. Castle reported that notice of the budget hearing was published on November 1, 2023, in the Longmont Times-Call, in accordance with state budget law. Ms. Castle reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions. The budgets for the District are as follows:

District No. 1
General Fund: \$54,566.00
Capital Projects Fund: \$800,000.00

District No. 2
Mill Levy: 00 mills
General Fund: \$0

District No. 3
Mill Levy: 00 mills
General Fund: \$0

District No. 4
Mill Levy: 00 mills
General Fund: \$0

District No. 5
Mill Levy: 00 mills
General Fund: \$0

District No. 6
Mill Levy: 00 mills
General Fund: \$0

District No. 7
Mill Levy: 00 mills
General Fund: \$0

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District No. 8
Mill Levy: 00 mills
General Fund: \$0

District No. 9
Mill Levy: 00 mills
General Fund: \$0

District No. 10
Mill Levy: 00 mills
General Fund: \$0

There being no public input, the public portion of the budget hearing was closed. After further review and discussion, upon a motion duly made by Director Eck, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2024 Budgets for Turion South Metropolitan District Nos. 1-10, set the mill levies, and appropriate budgeted funds upon final certification of values being received by the County of Weld on or before December 15, 2023, and approve all other documents related to the 2024 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

LEGAL ITEMS

First Amendment to Funding and Reimbursement Agreement with Front Range Investment Holdings, LLC, and in connection therewith, the refunding of a Subordinate Note and issuance of new Subordinate Note for operating advances: Ms. Early presented the First Amendment to Funding and Reimbursement Agreement with Front Range Investment Holdings, LLC, and in connection therewith, the refunding of a Subordinate Note and issuance of new Subordinate Note for operating advances to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Eck, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the First Amendment to Funding and Reimbursement Agreement with Front Range Investment Holdings, LLC, and in connection therewith, the refunding of a Subordinate Note and issuance of new Subordinate Note for operating advances, as presented.

Resolution Approving the First Amendment to Improvement Acquisition, Advance and Reimbursement Agreement with Front Range Investment Holdings, LLC: Ms. Early presented the Resolution Approving the First

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Amendment to Improvement Acquisition, Advance and Reimbursement Agreement with Front Range Investment Holdings, LLC to the Boards. Following review and discussion, upon a motion duly made by Director Eck, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution Approving the First Amendment to Improvement Acquisition, Advance and Reimbursement Agreement with Front Range Investment Holdings, LLC, as presented.

DIRECTOR ITEMS

There were no Director Items to come before the Boards.

OTHER
MATTERS

There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Guerra, seconded by Director Lenz, and upon unanimous vote, the meeting was adjourned at 12:14 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

Andrew Kunkel

Andrew Kunkel, Recording Secretary for the Meeting