

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS  
OF DIRECTORS

OF THE

DAWSON RIDGE METROPOLITAN DISTRICT NOS. 1-5

AND THE

WESTFIELD METROPOLITAN DISTRICT NOS. 1 & 2

(SOON TO BE KNOWN AS DAWSON TRAILS  
METROPOLITAN DISTRICT NOS. 1-7)

Held: November 28, 2022, at 11:45 A.M. *via* teleconference

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

<u>Dawson District Nos. 1 - 5:</u>	<u>Westfield District Nos. 1 &amp; 2:</u>
Larry Jacobson	Larry Jacobson
Jake Schroeder	Jake Schroeder

Also present were: Jennifer Gruber Tanaka, Esq., and Audrey G. Johnson, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Tanaka noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures  
of Potential or Existing  
Conflicts of Interest

Ms. Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Tanaka noted that a quorum was present and inquired into whether members of the Boards had any additional disclosures of potential

or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

**Combined Meetings** The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Dawson Ridge Metropolitan District Nos. 1-5 and the Westfield Metropolitan District Nos. 1 and 2, collectively.

**Approval of Agenda** Ms. Tanaka presented the Boards with the agenda for the meeting. Upon motion of Mr. Schroeder, seconded by Mr. Jacobson, the Boards unanimously approved the agenda as presented.

**Excusal of Absence** The Boards noted the absence of Mr. Klein.  
Upon motion of Mr. Schroeder, seconded by Mr. Jacobson, the Boards excused Mr. Klein's absence.

**PUBLIC COMMENT** None.

**CONSENT AGENDA MATTERS** The Boards were presented with the consent agenda items. Upon motion of Mr. Schroeder, seconded by Mr. Jacobson, the Boards unanimously took the following actions:

- a. Approved the Joint Special Meeting Minutes from November 14, 2022
- b. Approved the District Maintenance and Administrative Services Agreement Among the Districts, subject to final review by special counsel
- c. Ratified the Independent Contractor Agreement for Engineering Services with CORE CONSULTANTS, INC. (Dawson No. 1)
- d. Ratified the Independent Contractor Agreement for Engineering Services with MSK CONSULTING, LLC (Dawson No. 1)

**LEGAL MATTERS**

**Public Hearings on Inclusions and Exclusions** Mr. Jacobson opened the public hearings on the inclusions and exclusions. Ms. Tanaka noted that notice of each hearing was provided in accordance with Colorado law and no written objections were received prior to the hearings. There being no public comment, the hearings were closed.

Adoption of Upon motion of Mr. Schroeder, seconded by Mr. Jacobson, the Resolutions No. Board unanimously approved the inclusions and adopted 2022-11-22: Resolutions No. 2022-11-22: Resolution and Order for Inclusion of Resolution and Order for Inclusion of Property (Parcels A, G, I, and L) (Dawson No. 2), No. 2022-11-23: Resolution and Order for Inclusion of Property (Parcels A, G, I, and L) (Dawson No. 2), No. 2022-11-23: Resolution and Order for Inclusion of Property (Parcels B, K, M, N, and O) (Dawson No. 3), No. 2022-11-24: Resolution and Order for Inclusion of Property (Parcels H and J) (Dawson No. 4), No. 2022-11-25: Resolution and Order for Inclusion of Property (Parcels E and F) (Dawson No. 5), No. 2022-11-26: Resolution and Order for Inclusion of Property (Parcels A and C) (Westfield No. 1) (subject to confirmation of parcel by legal counsel), and No. 2022-11-27: Resolution and Order for Inclusion of Property (Parcel B) (Westfield No. 2) (subject to confirmation of parcel by legal counsel). Resolution and Order for Inclusion of Property (Parcels H and J) (Dawson No. 4), No. 2022-11-25: Resolution and Order for Inclusion of Property (Parcels E and F) (Dawson No. 5), No. 2022-11-26: Resolution and Order for Inclusion of Property (Parcels A and C) (Westfield No. 1), and No. 2022-11-27: Resolution and Order for Inclusion of Property (Parcel B) (Westfield No. 2)

Adoption of Upon motion of Mr. Schroeder, seconded by Mr. Jacobson, the Resolution Nos. Board unanimously approved the exclusions and adopted Resolution 2022-11-28: Nos. 2022-11-28: Resolution and Order for Exclusion of Property Resolution and Order for Exclusion of Property (Parcel E) (Dawson No. 1), Resolution No. 2022-11-29: Resolution and Order for Exclusion of Property (Parcels D, H, J, M, and O) (Dawson No. 2), Resolution No. 2022-11-30: Resolution and Order for Exclusion of Property (Parcel E) (Dawson No. 1), Resolution No. 2022-11-31: Resolution and Order for Exclusion of Property (Parcels F, G, and L) (Dawson No. 3), Resolution No. 2022-11-29: Resolution and Order for Exclusion of Property (Parcels C, I, and N) (Dawson No. 4), Resolution No. 2022-11-32: Resolution and Order for Exclusion of Property (Parcel K) (Dawson No. 5), Resolution No. 2022-11-33: Resolution and Order for Exclusion of Property (Parcel B) (Westfield No. 1)

and O) (Dawson No. 2), Resolution No. 2022-11-30: Resolution and Order for Exclusion of Property (Parcels F, G, and L) (Dawson No. 3), Resolution No. 2022-11-31: Resolution and Order for Exclusion of Property (Parcels C, I, and N) (Dawson No. 4), Resolution No. 2022-11-32: Resolution and Order for Exclusion of Property (Parcel K) (Dawson No. 5), Resolution No. 2022-11-33: Resolution and Order for Exclusion of Property (Parcel B) (Westfield No. 1), and Resolution No. 2022-11-34: Resolution and Order for Exclusion of Property (Parcels A and C) (Westfield No. 2) (subject to confirmation of parcel by legal counsel), and Resolution No. 2022-11-34: Resolution and Order for Exclusion of Property (Parcels A and C) (Westfield No. 2) (subject to confirmation of parcel by legal counsel).

**OTHER BUSINESS**

Next Meeting

The next meeting is scheduled for December 12, 2022, at 10:30 A.M.

**ADJOURNMENT**

There being no further business to come before the Boards, upon motion, second and unanimous vote, the meeting was adjourned.

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

*Jeffrey J Schroeder*  
Jeffrey J Schroeder (Dec 12, 2022 13:20 MST)

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Secretary for the Districts