

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
RUDOLPH FARMS METROPOLITAN DISTRICT NO. 6
(THE "DISTRICT")
HELD
OCTOBER 18, 2022

A special meeting of the Board of Directors of the Rudolph Farms Metropolitan District No. 6 (referred to hereafter as the "Board") was convened on October 18, 2022, at 10:00 a.m., via video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Rudy Byler, President

Michael Kleinman, Secretary/Treasurer

Also in Attendance Were:

Karlie R. Ogden and Tamara Seaver, Esq.; Icenogle Seaver Pogue, P.C.

Lisa Johnson, Shauna D'Amato and Zach Leavitt; CliftonLarsonAllen LLP

Bryan Byler and Lisa Lyscio; Pacific North Enterprises, LLC

Barney Fix; Merrick & Company

ADMINISTRATIVE MATTERS

Call to Order / Confirm Quorum: The Board meeting was called to order at 10:00 a.m. and the presence of a quorum was confirmed.

Disclosure of Potential Conflicts of Interest: Ms. Ogden advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Ms. Ogden confirmed that disclosures of conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting for those Directors with potential conflicts of interest. The Board reviewed the Agenda for the meeting, following which, each Board member 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 determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Mr. Byler disclosed his interest in property under contract to purchase within the District and his interest in Pacific North Enterprises, LLC, which wholly owns PNE Prospect Road Constructors, LLC, and Sunland Development Company, LLC. This disclosure is associated with approval of items on the agenda which may affect his interests.

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Mr. Kleinman disclosed his interest in property under contract to purchase within the District and his legal services to various entities owned or managed by members of the Byler family, including Rudy and Bryan Byler, Pacific North Enterprises, LLC. He further disclosed the purpose of the services are construction-related issues and general business. These disclosures are associated with approval of items on the agenda which may affect his interests.

Meeting Location / Posting of Meeting Notice / Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Kleinman, second by Director Byler, and upon vote, unanimously carried, the Board approved the Agenda as presented, confirmed the location of the meeting, and confirmed posting of the meeting notice.

Public Comment: None.

CONSENT AGENDA The Board considered the following actions:

Approval of October 4, 2022 Special Meeting Minutes

Following review and discussion, upon a motion duly made by Director Kleinman, seconded by Director Byler and, upon vote, unanimously carried, the Board approved the Consent Agenda item as listed above.

**FINANCIAL
MATTERS**

District Eligible Costs Pursuant to the Advance and Reimbursement and Facilities Acquisition Agreement (Capital Expenses) and Adoption of Resolutions and/or Requisitions Necessary for Approval and Reimbursement of District Eligible Costs: Attorney Seaver presented a Resolution Regarding Acceptance of District Eligible Costs Pursuant to the Advance and Reimbursement and Facilities Acquisition Agreement (Capital Expenses) to the Board. Mr. Fix provided additional information related to the eligible costs report included in the Resolution. Following review and discussion, upon a motion duly made by Director Kleinman, seconded by Director Byler, and unanimously carried, the Board adopted the Resolution, approved the requisition and authorized the District's accountant to review the costs.

LEGAL MATTERS None.

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OTHER BUSINESS **Quorum for Next Regular Board Meeting on Wednesday, November 30, 2022 at 11:00 a.m.:** The Board determined to change the meeting time to 6:00 p.m. on Wednesday, November 30, 2022.

ADJOURNMENT There being no further business to come before the Board, upon a motion duly made by Director Kleinman, seconded by Director Byler and, upon vote, unanimously carried, the Board adjourned the meeting at 10:17 a.m.

Respectfully submitted,

By  Secretary for the Meeting
DocuSigned by:
Michael Kleinman
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Client Name: Rudolph Farms MDs 1-6	
Client Number: A251624-OS11-2022	
Source Envelope:	
Document Pages: 35	Signatures: 10
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Signer Events

Michael Kleinman
 michaeljkleinmanlaw@gmail.com
 Secretary Treasurer
 Security Level: Email, Account Authentication (None)

Signature

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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	12/11/2022 11:40:59 AM
Certified Delivered	Security Checked	12/11/2022 12:00:32 PM
Signing Complete	Security Checked	12/11/2022 12:01:55 PM
Completed	Security Checked	12/11/2022 12:01:55 PM
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