

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
RUDOLPH FARMS METROPOLITAN DISTRICT NO. 1
(THE "DISTRICT")
HELD
APRIL 6, 2022

A special meeting of the Board of Directors of the Rudolph Farms Metropolitan District No. 1 (referred to hereafter as the "Board") was convened on Wednesday, April 6, 2022 at 3:00 p.m. This meeting was held via Zoom. 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, Esq. and Tamara K. Seaver, Esq.; Icenogle Seaver Pogue, P.C.
Lisa Johnson, Gigi Pangindian and Shauna D'Amato; CliftonLarsonAllen LLP
Lisa Lyscio; Pacific North Enterprises, LLC

ADMINISTRATIVE MATTERS

Call to Order / Confirm Quorum: The Board meeting was called to order at 3:00 p.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, Directors Byler and Kleinman confirmed that they had no additional conflicts of interest in connection with any of the matters listed on the Agenda.

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, seconded 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.

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CONSENT AGENDA

The Board considered the following actions:

- **Approval of Minutes of the November 30, 2021 Special Meeting**
- **Ratification of Application for Exemption from Audit for 2021**

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 items as listed above.

FINANCIAL MATTERS

None.

LEGAL MATTERS

District Facilities Construction and Service Agreement (Master IGA): Ms. Ogden presented the District Facilities Construction and Service Agreement between the District and Rudolph Farms Metropolitan District Nos. 2, 3, 4, 5, and 6 to the Board. 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 District Facilities Construction and Service Agreement, subject to review and finalization by General Counsel.

Master Services Agreement and Statement(s) of Work with CliftonLarsonAllen LLP: 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 Master Services Agreement and Statement(s) of Work with CliftonLarsonAllen LLP, as presented.

Public Hearing on Inclusion of Property into the District: The public hearing was opened to consider an inclusion of property into the District.

It was noted that publication of Notice stating that the Board would consider inclusion of property into the District and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Resolution to Include Property: Following review and discussion, upon a motion duly made by Director Kleinman, seconded by Director Byler and, upon vote, unanimously carried, the Board adopted the Resolution Regarding Inclusion of Real Property petitioned to be included within the boundaries of the District.

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Public Hearing on Exclusion of Property from the District: The public hearing was opened to consider an exclusion of property from the District.

It was noted that publication of Notice stating that the Board would consider exclusion of property from the District and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Resolution to Exclude Property: Following review and discussion, upon a motion duly made by Director Kleinman, seconded by Director Byler and, upon vote, unanimously carried, the Board adopted the Resolution Regarding Exclusion of Real Property petitioned to be excluded from the boundaries of the District.

OTHER BUSINESS

Next Meeting Date and Confirm Quorum: The next regular meeting is scheduled for Wednesday, November 30, 2022 at 11:00 a.m. via Microsoft Teams.

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 3:28 p.m.

Respectfully submitted,

By  _____
Secretary for the Meeting

DocuSigned by:
Lisa Johnson
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Certificate Of Completion

Envelope Id: FA13AB276BAF4A0E8180D68C49FFD9DF	Status: Completed
Subject: Please DocuSign: Rudolph Farms MDs 1-6 - Minutes - 04-06-2022	
Client Name: Rudolph Farms MDs 1-6	
Client Number: 011-045380-OS11-2022	
Source Envelope:	
Document Pages: 20	Signatures: 6
Certificate Pages: 4	Initials: 0
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	Minneapolis, MN 55402-1418
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Signer Events

Lisa Johnson
 Lisa.Johnson@claconnect.com
 District Manager
 Security Level: Email, Account Authentication (None)

Signature

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