

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF TIMNATH RANCH METROPOLITAN DISTRICT NOS. 1-4

HELD
November 8, 2023

The Regular Meeting of Timnath Ranch Metropolitan District Nos. 1-4 was held in person at 6000 Summerfields Parkway, Timnath, CO 80547 and via MS Teams and Teleconference on Wednesday, November 8, 2023, at 5:30 p.m.

ATTENDANCE

District Nos. 1, 3, & 4 Directors in Attendance:

Jonathan A. Turner, President & Chairperson
Christopher J. Frye, Secretary (Via Teleconference)
Emily Kupec, Treasurer

District Nos. 1, 3, & 4 Directors Absent, but Excused:

Martha F. Turner, Vice Chair & Assistant Secretary/Treasurer

District No. 2 Directors in Attendance:

Jonathan A Turner, President & Chairperson
Jason O'Hara, Vice Chair & Assistant Secretary/Treasurer
Dustin Khaffaji, Vice Chair & Assistant Secretary/Treasurer
Brandon Knapp, Vice Chair & Assistant Secretary/Treasurer

District No. 2 Directors Absent, but Excused:

Scott Esplin, Vice Chair & Assistant Secretary/Treasurer

Also in Attendance:

David O'Leary; Spencer Fane, LLP.
Shannon Randazzo, Kevin Mitts, Kieyesia Conaway, and Christy McCutchen; Pinnacle Consulting Group, Inc.
Shannon McEvoy, Tracie Kaminski, Doug Campbell, Adam Brix;
Pinnacle Consulting Group, Inc. (Via Videoconference)

ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Boards of Directors (collectively, the "Boards") of the Timnath Ranch Metropolitan District Nos. 1-4 (collectively, the "District") was called to order by Ms. Randazzo at 5:30 p.m.

Coordinated Meetings: The Districts are meeting in a coordinated Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Timnath Ranch Metropolitan District No. 1, with concurrence by Timnath Ranch Metropolitan District Nos. 2, 3, and 4.

RECORD OF PROCEEDINGS

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Ms. Randazzo noted that a quorum was present, with three out of four Directors in attendance for District Nos. 1, 3, & 4, and four out of five Directors in attendance for District No. 2. All Board Members confirmed their qualifications to serve on the Boards. Mr. O’Leary stated notices of potential conflicts of interest for Directors J. Turner, M. Turner, E. Kupec, and C. Frye were filed, disclosing potential conflicts as these Board Members are employees or affiliated with Timnath Ranch, LLC, and its predecessor entity, and its heirs, successors, affiliates, and assigns, the primary landowners and developer within the Districts. Mr. O’Leary advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present 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 Members determined that the participation of the members’ present was necessary to obtain a quorum or otherwise enable the Boards to act.

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

RESOLVED to approve the agenda, as presented.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Ms. Randazzo reviewed the items on the consent agenda with the Boards. Ms. Randazzo 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 Kupec, Seconded by Director O’Hara, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- A. Approval of Minutes – August 2, 2023, Special Meeting.
- B. Payment of Claims.
- C. Contract Modifications.
- D. 2024 Administrative Matters Resolution.

RECORD OF PROCEEDINGS

DISTRICT MANAGER
ITEMS

District Manager's Report: Ms. Randazzo, Mr. Brix, and Ms. McCutchen presented the District Manager's Report to the Boards and answered questions.

Discuss Landscape Maintenance Cost Comparison: Mr. Brix presented the Landscape Maintenance Cost Comparison to the Boards and answered questions.

2024 Master Service Agreements with Operations and Maintenance Service Contractors: Ms. Randazzo presented the 2024 Master Service Agreements with Operations and Maintenance Service Contractors to the Boards and answered questions.

- i. A&B Pool Services
- ii. Affordable Pest Control
- iii. Amans Painting
- iv. Davinci Sign Systems
- v. Fence Consulting Services
- vi. Fiske Electric
- vii. Mill Brothers Landscape & Nursery
- viii. Pryor Plumbing and Heating
- ix. Ramey Environmental
- x. Royal Electrical Services
- xi. Star Playgrounds
- xii. SV Clean
- xiii. SWPPP Colorado

Following review and discussion, upon a motion duly made by Director Kupec, seconded by Director O'Hara, and upon vote, unanimously carried, it was

RESOLVED to approve the 2024 Master Service Agreements with Operations and Maintenance Service Contractors within the Approved 2024 Budget, as presented.

Authorization of District Manager to Execute 2024 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2024 Budget: Ms. Randazzo requested the Boards consider delegating authority to the District Manager to Execute 2024 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2024 Budget. Following review and discussion, upon a motion duly made by Director Kupec, seconded by Director Khaffaji, and upon vote, unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to authorize the District Manager to Execute 2024 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2024 budget, as presented.

2023
AMENDED BUDGET
HEARING

Upon motion duly made by Director Kupec and seconded by Director Khaffaji and unanimously carried, Ms. Kaminski opened the 2023 Amended Budget Hearing for Timnath Ranch Metropolitan District Nos. 1 - 4. Ms. Randazzo reported that notice of the budget hearing was published on October 25, 2023, in the Fort Collins Coloradoan, in accordance with state budget law. There being no public input, upon motion duly made by Director Kupec and seconded by Director J. Turner and unanimously carried, the public portion of the budget hearing was closed. Ms. Kaminski reviewed the amended budgets in detail and answered questions. The budgets for the District are as follows:

District No. 1
General Fund: \$3,626,656

District No. 2
General Fund: \$7,677,976

District No. 4
Debt Service Fund: \$10,281,417

Following review and discussion, upon a motion duly made by Director Turner, seconded by Director Knapp, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2023 Amended Budgets and appropriate funds for Timnath Ranch Metropolitan District Nos. 1 - 4 and authorize such further actions of the officers and consultants necessary to sign related documents and submit and file such documents required to finalize the amended budgets.

RECORD OF PROCEEDINGS

2024
BUDGET HEARING

Upon motion duly made by Director Kupec and seconded by Director Khaffaji and unanimously carried, Ms. Kaminski opened the 2024 Budget Hearing for Timnath Ranch Metropolitan District Nos. 1-4. Ms. Randazzo reported that notice of the budget hearing was published on October 25, 2023, in the Fort Collins Coloradoan, in accordance with state budget law. Ms. Kaminski reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions. The budgets for the District are as follows:

District No. 1
Mill Levy: 52.267
General Fund: \$1,558,682
Capital Projects Fund: \$5,355,819

District No. 2
Mill Levy: 52.809
General Fund: \$1,498,641

District No. 3
Mill Levy: 36.400
General Fund: \$26,363
Debt Service Fund: \$8

District No. 4
Mill Levy: 36.380
General Fund: \$64,469
Debt Service Fund: \$1,460,190

There being no public input, upon motion duly made by Director Kupec and seconded by Director Khaffaji and unanimously carried, the public portion of the budget hearing was closed. After further review and discussion, upon a motion duly made by Director O'Hara, seconded by Director Knapp, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2024 Budgets for Timnath Ranch Metropolitan District Nos. 1-4, set the mill levies, and appropriate budgeted funds upon final certification of values being received by the County of Larimer 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. The Board suspended the increase of the O&M Fee for 2024 and it will remain at \$700.00 to be reassessed in 2025 and added \$150,000.00 Non-Potable Repair and Replacement line item in the District No. 1 General Fund.

RECORD OF PROCEEDINGS

FINANCIAL ITEMS

Proposals for 2024 Audit Services: Ms. Kaminski presented the proposals for the 2024 Audit Services to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director O’Hara, seconded by Director Khaffaji, and upon vote, unanimously carried, it was

RESOLVED to approve Hinkle & Company for the 2024 Audit Services, not to exceed \$19,700.00.

LEGAL ITEMS

Update on Amended Service Plan for the Districts with the Town of Timnath: Mr. O’Leary presented the Update on Amended Service Plan for the Districts with the Town of Timnath to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Kupec, seconded by Director O’Hara, and upon vote, unanimously carried, it was

RESOLVED to approve Mr. O’Leary to continue working towards the Service Plan Amendment with the Town of Timnath for the Districts.

Approval of Updated Fee Schedule: Ms. Randazzo presented the Updated Fee Schedule to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Knapp, seconded by Director O’Hara, and upon vote, unanimously carried, it was

RESOLVED to approve the Updated Fee schedule to reflect the fee remaining at \$700 instead of \$750, the \$1500 rate for townhomes, the \$1000 rate per unit Condo, and set to increase annually by CPI.

DIRECTOR MATTERS

The Board would like the update emailed out that the O&M Fee will not be increasing in 2024.

OTHER MATTERS

There were no Other Matters to come before the Boards.

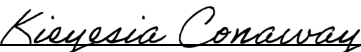
RECORD OF PROCEEDINGS

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Kupec, seconded by Director Knapp, and upon unanimous vote, the meeting was adjourned at 7:17 p.m.

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

Respectfully submitted,



Kieyesia Conaway, Recording Secretary for the Meeting