

MINUTES OF A SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF

TRANSPORT METROPOLITAN DISTRICT NOS. 1-4

Held: Wednesday, February 10, 2021 at 2:00 p.m. via teleconference

Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Public Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.

Attendance

The special meeting of the Boards of Directors of Transport Metropolitan District Nos. 1-4 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance via teleconference:

Kelsey B. Hall
Karl Knapp
Richard Montgomery

Also present were William P. Ankele, Jr., Esq., Zachary P. White, Esq., White Bear White Tanaka & Waldron, Attorneys at Law; Jason Carroll, Vy Nguyen, CliftonLarsonAllen; Steven Marshall, Nick Hernandez, Western Transport LLC.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Boards was present and Director Knapp called the meeting to order.

Conflict of Interest Disclosures

Mr. Ankele advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele 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. Mr. Ankele 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.

Approval of Agenda

Mr. Ankele presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made by Director Hall and seconded by Director Knapp, the Boards unanimously approved the agenda as presented.

Approval of Minutes from January 21, Joint Special meeting

Mr. White presented the Minutes from the January 21, 2021 Joint Special meeting to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes as presented.

Public Comment

No members of the public were present.

Construction Matters

Review and Consider Approval of Proposed from Newterra, Inc. for Water Treatment System Design Services

Mr. White reviewed the proposal Change Order from Newterra, Inc. for Water Treatment System Design Services. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the change order.

Review and Consider Approval of Proposal from COR Engineering, LLC for Water Tower and Well Site Engineering Services, Authorize Independent Contractor Agreement

Mr. White reviewed the Proposal from COR Engineering, LLC for Water Tower and Well Site Engineering Services, and the related Independent Contractor Agreement to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the proposal and authorized the agreement.

Review and Consider Approval of Proposal from Contech Engineered Solutions for Bridge Engineering Services, Authorize Independent Contractor Agreement

Mr. White reviewed the Proposal from Contech Engineered Solutions for Bridge Engineering Services, and the related Independent Contractor Agreement to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the proposal and authorized the agreement.

Review and Consider Approval of Proposal from Monroe & Newell

Mr. White reviewed the Proposal from Monroe & Newell Engineers (IMEG) for Structural Engineering Services, and the related Independent Contractor Agreement with the Boards. Following discussion, upon a motion duly made and seconded, the Board of

Engineers (IMEG) for Structural Engineering Services, Authorize Independent Contractor Agreement

District No. 1 unanimously approved the proposal and authorized the agreement.

Review and Consider Approval of Proposal from Engineering Underground, LLC for Streetlighting Design and Electrical Engineering, Authorize Independent Contractor Agreement

Mr. White reviewed the Proposal from Engineering Underground, LLC for Streetlighting Design and Electrical Engineering, and the related Independent Contractor Agreement. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the proposal and authorized the agreement.

Review Bids for Grading and Erosion Control Construction Project

Mr. White reviewed the Bids for Grading and Erosion Control Construction Project with the Board of District No. 1.

Consider Award of Grading and Erosion Control Construction Project to Kelley Trucking, Inc., Authorize Notice of Award, Authorize Execution of Construction Agreement, and Authorize Notice to Proceed

Mr. White presented the Grading and Erosion Control Construction Project Notice of Award, Construction Agreement, and Notice to Proceed with Kelley Trucking, Inc., to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement, and authorized the notices.

Discussion re Bidding Sub-Area 1 Road and Utilities Construction Project

Mr. White updated the Boards regarding the status of bidding Sub-Area 1 Road and Utilities Construction Project.

Discussion re Bidding Construction Management

The Boards engaged in a Discussion Regarding Bidding for Construction Management. The Board of District No. 1 directed legal counsel to public an invitation to bid for Construction Management services.

Legal Matters

Consider Approval of Consultant Contract Assignment Agreement with Western Transport, LLC

Mr. White presented the Consultant Assignment Agreement with Western Transport, LLC to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District unanimously approved the agreement.

Consider Approval of CO No. 2 with IMEG for Engineering Services

Mr. White presented Change Order No. 2 with IMEG for Engineering Services to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the change order.

Consider Approval of Infrastructure Acquisition and Reimbursement Agreement with Western Transport, LLC

Mr. White presented the Infrastructure Acquisition and Reimbursement Agreement with Western Transport, LLC to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement.

Consider Adoption of Resolution re Acceptance of District Eligible Costs Incurred by Western Transport, LLC

Mr. White presented the Resolution Regarding Acceptance of District Eligible Costs Incurred by Western Transport, LLC to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the Resolution.

Consider Adoption of Joint Resolution of the BOD Designating the Districts' 24-Hour Posting Locations

Mr. White presented the Joint Resolution of the Board of Directors Designating the Districts' 24-Hour Posting Locations to the Boards. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution.

Financial Matters

Review and Consider Approval of Claims

Mr. Carroll discussed with the Boards the status of establishing bank accounts for the Districts. Claims and financial reports will be presented at a subsequent meeting.

Discussion re Invoicing and Payment Process

The Board engaged in a Discussion Regarding Invoicing and Payment Process. CLA will provide a proposed process to review all invoices for presentation to the Boards for approval.

Review and Consider Approval of Amended and Restated Resolution re Approval of Contracts and Payment of Claims

Mr. Ankele presented the Amended and Restated Resolution Regarding Approval of Contracts and Payment of Claims to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

2021 Budget Discussion

The Boards engaged in 2021 Budget Discussions. The Boards discussed a desire to refine the 2021 budgets to reflect projected capital projects for the year. CLA will work with Western Transport, LLC to refine the budgets.

Other Business

Discussion re District Management and Operations

The Boards engaged in a Discussion Regarding District Management and Operations. No action was taken.

Adjourn

Next meeting March 22, 2021.

There being no further business to come before the Boards, and following discussion and upon a motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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

Kelsey Hall

Secretary for the Meeting

The foregoing minutes were approved on the 22nd day of March, 2021.