

MINUTES OF A SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF

TRANSPORT METROPOLITAN DISTRICT NOS. 1-4

Held: Thursday, July 15, 2021 at 10:00 a.m. via teleconference

*Due to the risks posed by COVID-19, this meeting was held via teleconference.*

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

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:

Nick Hernandez  
Kelsey B. Hall

Director Richard Montgomery was absent. His absence was deemed excused unless otherwise noted in these minutes.

Also present were Zachary P. White, Esq., White Bear White Tanaka & Waldron, Attorneys at Law; Jason Carroll, CliftonLarsonAllen; Theron Skidmore (Construction Manager); and Jim Brodie, Complex Partners.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Boards was present and Director Hernandez called the meeting to order at 10:02 a.m.

Conflict of Interest Disclosures

Mr. White advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White 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. White 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. Director Hall noted her affiliation with Western Transport, LLC as Senior Land and Project Manager. Director Hernandez noted his affiliation with Western Transport, LLC as CEO. 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. White presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Joint Meetings

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Approval of Minutes from  
June 17, 2021, Joint  
Special meeting

Mr. White presented the Minutes from the June 17, 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

Construction Status Update

Mr. Skidmore updated the Boards on Construction activities. The work with Kelley Trucking is continuing to work on schedule, with approximately 15% completed (compared to budget), close to 20-25% on the ground. Mr. Skidmore noted that Well No. 3 has been drilled and demobilized. Testing will occur within the next couple of weeks. Well No. 4 is being mobilized and will be drilled within the next couple of weeks. Well No. 1 is being fitted with permanent equipment.

Consider Approval of  
Proposal from AquaWorks  
for Phase II Engineering

Mr. White presented the proposal from AquaWorks for Phase II Engineering to the Boards, for additional work and fees. Ms. Hall described the services to be provided. Under the original scope of work, the wastewater treatment package plant was designed to handle 20,000 gallons per day. Before the plant is installed, it is being

redesigned to allow for expansion. AquaWorks is designing expansion to allow up to 40,000,000 gallons per day. Ms. Hall noted that AquaWorks is undertaking necessary permitting. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the proposed. The Boards directed legal counsel to prepare an addendum to the AquaWorks agreement.

Consider Approval of Proposal from OxBlue Corporation for District Security Camera Services

Mr. White presented an invoice to purchase security cameras and annual service contract with OxBlue Corporation to the Boards. The developer originally ordered the camera, but the Districts determined that it would acquire the cameras in order to monitor construction status and for security purposes. The developer may lease cameras from the Districts in the future. The Boards and consultants will have access to the camera feeds. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the invoice and 1 year service contract, subject to review by legal counsel. Mr. Skidmore will provide the service contract.

Review Bids for Wastewater Treatment Plant Construction Project

Mr. Skidmore presented 5 bids received for the Wastewater Treatment Plant Construction Project to the Boards. Mr. Skidmore noted that 4 of the bidders were within \$20,000 of each other. The bids were evaluated and compared based on bid price, alternates proposed, and schedule. Integrated Water Services was the apparent low bidder without the proposed alternates, and had the most aggressive schedule. Theron recommended award to Integrated Water Services.

Consider Award and Approval of Construction Agreement, Consider Approval of Notice of Award and Notice to Proceed

Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement of Integrated Water Services, and directed legal counsel to prepare the Construction Agreement, Notice of Award, and Notice to Proceed.

### Legal Matters

Legislative Update

Mr. White presented and reviewed a legislative memorandum prepared by White Bear Ankele Tanaka & Waldron, Attorneys at Law, to the Boards. No action was taken.

### Financial Matters

Review and Approval Verification Report No. 7 from Schedio Group

Mr. White reviewed Verification Report No. 7 from Schedio Group with the Boards. Mr. White noted that there are no costs proposed for reimbursement to the developer, and no amounts due to the district from the developer. All costs under the report are District

No. 1 costs payable to vendors. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the report.

Approval of  
Payables/Financials

Mr. Carroll presented the Payables and Financials to the Boards. Mr. Carroll noted a developer advance request will be made to cover operating costs for legal and accounting services, and a requisition will be made to the project fund to pay capital costs. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payables and financials. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payables, financials, and requisition No. 11

Other Business

Next Meeting

August 19, 2021.

Adjourn

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*

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Secretary for the Meeting

The foregoing minutes were approved on the 19<sup>th</sup> day of August, 2021.