

MINUTES OF A REGULAR MEETING OF THE BOARDS OF DIRECTORS

OF

TRANSPORT METROPOLITAN DISTRICT NOS. 1-4

Held: Thursday, November 18, 2021 at 10:00 a.m. via teleconference

Attendance

The regular 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

Also present were Zachary P. White, Esq. and William P. Ankele, Jr., Esq., White Bear White Tanaka & Waldron, Attorneys at Law; Jason Carroll, Cass Aurich, CliftonLarsonAllen; 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.

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 amended.

Joint Meetings

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.

Public Comment

No members of the public were present.

Consent Agenda

Mr. White provided the items on the consent agenda to the Boards. Mr. White advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded and unanimously carried, the Boards approved and adopted the following items:

- October 21, 2021 Joint Regular Meeting Minutes
- 2022 Joint Annual Administrative Resolution

Construction Matters

Construction Status Update

Mr. Skidmore Updated the Status of Construction with the Boards.

*Construction Contract
Change Orders*

Consider Approval of
Change Order No. 8 to
Construction Agreement
with Hydro Resources

Mr. White presented Change Order No. 8 to Construction Agreement with Hydro Resources to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the change order.

*Independent Contractor
Agreements*

Consider Approval of
Work Order No. 2 to Lyons
Automation for Potable
Water System Control
Services

Mr. White presented Work Order No. 2 to Lyons Automation for Potable Water System Control Services to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the work order.

Consider Approval Work
Order No. 1 to Contech

Mr. White presented Work Order No. 1 to Contech Solutions for CON/SPAN Engineering Services to the Board of District No. 1.

Solutions for CON/SPAN Engineering Services

Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the work order.

Consider Approval of Independent Contractor Agreement with JDS Hydro for Arapahoe Well Design and Permitting Services

Mr. White presented the Independent Contractor Agreement with JDS Hydro for Arapahoe Well Design and Permitting Services to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement.

Consider Approval of Request to Assign Contract from JDS Hydro to REDPEC Company, LLC

Mr. White presented the Request to Assign Contract from JDS Hydro to REDPEC Company, LLC to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the request.

Consider Approval of Notice of Extension of License Agreement (Aboveground Storage Tank and Pad) with Western Transport, LLC

Mr. White presented the Notice of Extension of License Agreement (Aboveground Storage Tank and Pad) with Western Transport, LLC to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the notice to extend the license.

Insurance Matters

Consider Approval of Property and Liability Schedule and Limits

Mr. White discussed the Property and Liability Schedule and Limits with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the property and liability insurance.

Review Property Schedule

Mr. White presented and discussed the Property Schedule to the Boards.

Legal Matters

Consider Adoption of Joint Resolution Calling May 3, 2022 Election

Mr. White presented the Joint Resolution Calling May 3, 2022 Election to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution and directed notice of call for nominations to be provided by publication.

Discuss District Website Requirements Setup NLT January 1, 2023 and Consider Approval of Proposal for Website

Mr. White presented a memorandum Discussing District Website Requirements to be Setup No Later Than January 1, 2023, and a Proposal for Website Creation from Heatherly Creative, LLC. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the proposal.

Creation Services

Financial Matters

Consider Approval of Payables/Financials of Mr. Carroll presented the current Financials and Claims to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payables and financials.

Review and Consider Approval of Verification Report No. 11 from Schedio Group Mr. Carroll reviewed Verification Report No. 11 from Schedio Group with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the report.

Conduct Public Hearing on 2021 Budget Amendment(s) and Consider Adoption of Resolution(s) Amending 2021 Budget Director Hernandez opened the public hearing on the 2021 Budget Amendments. Mr. White noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. White reviewed the Resolution Amending the 2021 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution amending the General Fund to \$173,404, and the Capital Project Fund to \$23,624,324.

Mr. White reviewed the Resolution Amending the 2021 Budget with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution amending the General Fund to \$167,730.

Mr. White reviewed the Resolution Amending the 2021 Budget with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution amending the General Fund to \$6,512.

Mr. White reviewed the Resolution Amending the 2021 Budget with the Board of District No. 4. Following discussion, upon a motion

duly made and seconded, the Board of District No. 4 unanimously adopted the resolution amending the General Fund to \$36,728.

Conduct Public Hearing on 2022 Budget(s) and Consider Adoption of Resolution Adopting 2022 Budget, Imposing Mill Levy and Appropriating Funds

Director Hernandez opened the public hearing on the proposed 2021 Budget. Mr. Ankele noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. White reviewed the 2021 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 50.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Contractual Obligation fund, and 0.000 mills for the Capital Projects fund.

Mr. White reviewed the 2021 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 70.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Contractual Obligation fund, and 0.000 mills for the Capital Projects fund.

Mr. White reviewed the 2021 Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 10.000 mills for the General fund, 40.000 mills for the Debt Service fund, 1.000 mills for the Contractual Obligation fund, and 0.000 mills for the Capital Projects fund.

Mr. White reviewed the 2021 Budget Resolution with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 50.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Contractual Obligation fund, and 0.000 mills for the Capital Projects fund.

Discussion re 2021 Audit

The Boards engaged in a Discussion regarding 2021 Audits. The Boards will consider proposals at a future meeting.

Other Business

December 14, 2021

Next Meeting

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

Secretary for the Meeting

The foregoing minutes were approved on the 14th day of December, 2021.