

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
RUDOLPH FARMS METROPOLITAN DISTRICT NO. 6
(THE "DISTRICT")
HELD
AUGUST 4, 2023

A special meeting of the Board of Directors of the Rudolph Farms Metropolitan District No. 6 (referred to hereafter as the "Board") was convened on Friday, August 4, 2023, at 1:00 p.m. This meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Rudy Byler, President
Michael Kleinman, Secretary/Treasurer
Jesse L. Weiland, Assistant Secretary

Also in Attendance Were:

Tamara K. Seaver, Esq.; Icenogle Seaver Pogue, P.C.
Lisa Johnson, Shauna D'Amato, and Nichole Kirkpatrick; CliftonLarsonAllen LLP
Barney Fix and Jody Allen; Merrick & Company
Bryan Byler and Lisa Lyscio; Pacific North Enterprises, LLC

ADMINISTRATIVE MATTERS

Call to Order / Confirm Quorum: The Board meeting was called to order and the presence of a quorum was confirmed.

Disclosure of Potential Conflicts of Interest: Ms. Seaver advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Ms. Seaver 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.

Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Mr. Kleinman disclosed his legal services to various entities owned or managed by members of the Byler family, including Rudy and Bryan Byler, Pacific North Enterprises LLC, the developer for the property, and his contract to purchase taxable property within the District. He further disclosed the purpose of the services are construction related issues and general business. These disclosures are associated with approval of items on the agenda which may affect his interests.

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Mr. Byler disclosed his interest in Pacific North Enterprises, LLC and Sunland Development Company, Inc. and his contract to purchase taxable property within the District. This disclosure is associated with approval of items on the agenda which may affect his interests.

The Board reviewed the Agenda for the meeting, following which, Directors Byler, Kleinman, and Weiland confirmed that they had no additional conflicts of interest in connection with any of the matters listed on the Agenda beyond those already disclosed.

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, and Ms. Johnson confirmed the location of the meeting and confirmed posting of the meeting notice.

May 2, 2023 Election Results; Appointment of Officers of the Board: It was reported that the May 2, 2023 election was cancelled. Following discussion, upon a motion duly made by Director Kleinman, seconded by Director Byler and, upon vote, unanimously carried, the Board elected the following officers:

Office:	
President	Rudy Byler
Secretary/Treasurer	Michael Kleinman
Assistant Secretary	Jesse L. Weiland
Assistant Secretary	VACANT
Assistant Secretary	VACANT

Public Comment: None.

CONSENT AGENDA

The Board considered the following actions:

- **Approval of Minutes of the March 23, 2023 Special Meeting**
- **Ratify Approval of Request for Extension to File 2022 Audit**

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.

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LEGAL MATTERS

Eligible Professional Service Costs Pursuant to the Advance and Reimbursement and Facilities Acquisition Agreement (Capital Expenses); Resolutions and/or Requisitions Necessary for Approval and Reimbursement of Eligible Professional Service Costs: Ms. Seaver presented the Resolution to the Board. Mr. Fix presented the completed review and verification of eligible costs to the Board. Following review and discussion, upon a motion duly made by Director Byler, seconded by Director Weiland and, upon vote, unanimously carried, the Board adopted the Resolution necessary for approval and reimbursement of eligible professional services costs, and approved the completed review and verification of eligible costs as presented by Mr. Fix, subject to final review by the District accountant.

Legislative Memorandum: Ms. Seaver reviewed the legislative memorandum with the Board. No action was necessary.

OTHER BUSINESS

None.

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 1:21 p.m.

Respectfully submitted,

By Michael Kleinman
Secretary for the Meeting

DocuSigned by:
Michael Kleinman
04/04/2023 16:30:48

Certificate Of Completion

Envelope Id: 74F10A3EC13944D8B13E49B9E599A553	Status: Completed
Subject: Complete with DocuSign: Rudolph Farms MDs 1-6 / Various Documents to Sign from Nov 29th Meeting	
Client Name: Rudolph Farms MDs 1-6	
Client Number: A194848	
Source Envelope:	
Document Pages: 65	Signatures: 8
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
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Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
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Signer Events

Michael Kleinman
 michaeljkleinmanlaw@gmail.com
 Secretary Treasurer
 Security Level: Email, Account Authentication (None)

Signature

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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	12/19/2023 3:38:44 PM
Certified Delivered	Security Checked	12/21/2023 7:22:13 AM
Signing Complete	Security Checked	12/21/2023 8:12:44 AM
Completed	Security Checked	12/21/2023 8:12:44 AM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

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