

RECORD OF PROCEEDINGS

MINUTES OF THE STATUTORY ANNUAL MEETING OF
THE BOARD OF DIRECTORS OF THE
RUDOLPH FARMS METROPOLITAN DISTRICT NO. 1
(THE "DISTRICT")
HELD
NOVEMBER 29, 2023

Pursuant to Section 32-1-903(6), C.R.S., a Statutory Annual Meeting of the Board of Directors of the Rudolph Farms Metropolitan District No. 1 (referred to hereafter as the "Board") was convened on Wednesday, November 29, 2023, at 5:45 p.m., via video / telephone conference. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Rudy Byler, President
Michael Kleinman, Secretary/Treasurer

Jessie Weiland, Assistant Secretary, was absent and excused.

Also in Attendance Were:

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

CALL TO ORDER/ DECLARATION OF QUORUM

The meeting was called to order at 5:45 p.m.

DIRECTOR MATTERS/ DISCLOSURE MATTERS

Confirmation of Posting of Annual Meeting Notice: It was noted for the record that notice of the time, date and location of the annual meeting was duly posted on the District's website and that no objections to the means of hosting the meeting by taxpaying electors within the District's boundaries have been received.

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

