

MINUTES OF A SPECIAL MEETING OF THE BOARD OF
DIRECTORS

OF

MARABOU RANCH METROPOLITAN DISTRICT

Held: Monday, August 23, 2021 at 2:30 p.m.

This meeting was held via teleconference.

Attendance

The special meeting of the Board of Directors of the Marabou Ranch Metropolitan District 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:

Marlin B. Dailey, Jr. (absent)
Teresa L. VanOrden
David M. Blandford
Rudi P. Fronk

All director absences are deemed excused unless otherwise noted in these minutes.

Also present was Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Scott Bell, District Manager; Eric Weaver and Cheri Curtis, Accountants, Marchetti & Weaver, LLC.; William Vogelpohl, Homeowner.

Call to Order/Declaration
of Quorum

It was noted that a quorum of the Board was present and Director Fronk called the meeting to order at 2:32 p.m.

Conflict of Interest
Disclosures

Ms. Harris advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Harris reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Harris inquired into whether members of the Board 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 participation of the members present was necessary to obtain a

quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Harris presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda subject to taking the appointment of officers out of order.

Public Comment

Mr. Vogelpohl introduced himself to the Board.

Consent Agenda

Ms. Harris presented the items on the consent agenda to the Board. Ms. Harris 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 Board approved and adopted the following items:

- Minutes from the October 20, 2020 Special Meeting
- Resolution of the Board of Directors Designating the Location of Meetings of the Board of Directors
- Resolution of the Board of Directors Designating the District's 24-Hour Posting Locations

Manager Matters

Consider Approval of Proposals for Fencing Work

Mr. Bell presented the proposals for fencing work to the Board.

In relation to the first proposal, the Board discussed concerns about the fencing being more in the character of fencing for a single lot and whether it is appropriate for the District to spend District funds for the same. The Board will discuss this matter with the HOA Board of Directors. Also, Mr. Bell will provide a map showing the proposed location of the fence so Mr. Weaver and Ms. Harris can review. No action was taken.

The second proposal is to replace fencing along the river that is in disrepair. The Board discussed whether there are any agricultural subsidies available to defray the costs. Mr. Bell and Ms. Harris will research further. No action was taken.

Discuss Wildlife Mitigation Plan

Mr. Bell discussed wildlife mitigation plans with the Board. Mr. Blandford inquired as to whether the District could purchase a pump truck or similar equipment to pump water out of the river in the event of a fire. Ms. Harris discussed that the purchase of such equipment would have to be tied to the water system because of the limitations on the District's authority in the Service Plan and electoral

authorization. The Board directed Mr. Bell and Mr. Blandford to research options and costs further. No action was taken.

Legal Matters

None

Financial Matters

Consider Approval of
Payables/Financials

Mr. Weaver presented the financials to the Board. There were no payables included. No action was taken.

Consider Ratification of
2020 Audit Exemption
Application/Audit
Exemption

Mr. Weaver presented the 2020 Audit Exemption Application to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the application.

Discuss 2022 Budget

Mr. Weaver presented and discussed the 2022 Budget as part of the financials. No action was taken.

Consider Appointments to
Fill Board Vacancies and
Election of Officers

The Board engaged in a discussion regarding an appointment to fill a vacancy on the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the appointment of William Vogelpohl to the Board, and directed legal counsel to prepare and file appointment documents.

The Board engaged in general discussion regarding the election of officers. Following discussion, upon a motion duly made and seconded, the Board elected Director Dailey as President, and Director Vogelpohl as Secretary.

Other Business

Next Meeting – October 28, 2021

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made by Director Fronk, seconded by Director Blandford and unanimously carried, the Board determined to adjourn the meeting at 3:27 p.m.

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


Bill Vogelpohl (Dec 15, 2021 09:55 MST)

Secretary for the Meeting

The foregoing minutes were approved on the 28th day of October, 2021