

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

MARABOU RANCH METROPOLITAN DISTRICT

Held: Friday, October 27, 2023, at 8:30 a.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, having confirmed their qualifications to serve, were in attendance:

James DeFrancia
David M. Blandford
Teresa L. VanOrden
Marlin B. Dailey, Jr.
Rudi P. Fronk

Also present was Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Scott Bell, District Manager; and Jon Erickson, Accountant, Marchetti & Weaver, LLC.

Also present were members of the public: Karen Whitney, Will Franklin, Jeff Busby and AC Wilson.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present, and Director DeFrancia called the meeting to order at 8:35 a.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

Director DeFrancia presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda.

Public Comment

None.

Consent Agenda

Director DeFrancia presented the items on the consent agenda to the Board. Director DeFrancia advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. Upon a motion duly made, seconded and unanimously carried, the Board approved and adopted the following items:

- Meeting Minutes from the August 28, 2023 Special Meeting

Manager Matters

Consider Approval of Native Excavating, Inc. Winter 2023-2024 Snow Removal Contract

Mr. Bell presented the Snow Removal Contract with Native Excavating, Inc. for winter 2023-2024 to the Board for consideration, noting his efforts to obtain additional bids. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the contract with Native Excavating, Inc.

Discussion of Repair of Upriver Erosion

The Board engaged in discussion regarding repairs to the riverbank upriver near the Busby property. The Board discussed options including immediate repair pursuant to a proposal from Cross Seven, having boulders placed in the river in the spring, and/or proceeding with a hydrological study by Fly Water, followed by possible further repairs as recommended. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of Cross Seven to perform the immediate repairs proposed and to then monitor the results in the spring. The Board will further assess the need for a hydrological study and/or any further work in the future as needed.

Other Business

Mr. Bell provided an update to the Board regarding the riverbank repair work near the lodge and cabins, road and street sign replacement, and the installation of snow poles for input by the Board.

Adjournment

There being no further business to come before the Board and following discussion and upon motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting at 9:34 a.m.

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

Teresa Van Orden

Teresa Van Orden (Nov 30, 2023 19:12 MST)

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 15th day of November, 2023.