

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LAKE OF THE ROCKIES METROPOLITAN DISTRICT  
(THE “**DISTRICT**”)  
HELD  
OCTOBER 23, 2023

A special meeting of the Board of Directors of the Lake of the Rockies Metropolitan District (referred to hereafter as the “**Board**”) was convened on Monday, October 23, 2023, at 3:00 p.m. This District Board meeting was held electronically, via Zoom. The meeting was open to the public.

### ATTENDANCE

Directors In Attendance Were:

Eddie Jones (for a portion of the meeting)  
Tia Mayer  
Dale Huffman  
Ryan Williams  
Jen Adams

Also, In Attendance Were:

Suzanne Meintzer, Esq. and Lisa Jacoby; McGeady Becher P.C.

### ADMINISTRATIVE MATTERS

**Disclosures of Potential Conflicts of Interest:** The meeting was called to order.

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. Attorney Meintzer noted that because the Board members are residents, no conflicts of interest were filed with the Secretary of State in advance of the meeting, and no additional conflicts were disclosed at the meeting.

**Quorum / Agenda / Confirmation of Meeting Location / Posting of Notice:**

A quorum of the Board was confirmed.

The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Mayer, seconded by Director Huffman, and upon vote unanimously carried, the Board approved the Agenda.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. This

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meeting was conducted via video teleconference. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed, by taxpaying electors within the District's boundaries, were received.

**Public Comment:** There was no public comment

### **FINANCIAL MATTERS**

There were no financial matters.

### **MANAGEMENT MATTERS**

**Proposals for District Management / Accounting / Community Management Services:** The Board discussed the proposals received from management and accounting firms.

**Final Selection of Consultant for District Management / Accounting / Community Management Services:** Following discussion, upon motion duly made by Director Williams, seconded by Director Jones, and upon vote unanimously carried, the Board determined to engage The Warren Management Group, Inc. ("Warren Management") to perform District Management, Accounting and Community Management Services, effective February 1, 2023. The Board directed legal counsel to prepare and send a 30-day termination notice to CliftonLarsenAllen, LLP ("CLA"), with a request for an overlap in services for transition to Warren Management during January of 2024.

### **OTHER BUSINESS**

The Board discussed the monumentation electrical updates, noting that one of the contractors CLA contacted was the original contractor for the monument.

### **ADJOURNMENT**

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting