

**MINUTES OF THE BOARDS OF DIRECTORS OF
TALLYN'S REACH METROPOLITAN DISTRICT NOS. 2 & 3
SPECIAL MEETING**

**Held: Monday, November 25, 2019 at 5:30 p.m.
24900 E. Park Crescent Drive, Aurora, Colorado**

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors were in attendance:

District No. 2 Board Members:

B.J. Pell
William Barcus
Brian Baisch

District No. 3 Board Members:

Mike Dell'Orfano
Harry Yosten
David Patterson
Craig Wagner

Also in attendance were:

Kim Herman and Jerel Sangster; CliftonLarsonAllen LLP
Blair M. Dickhoner; White Bear Ankele Tanaka & Waldron
Kimberly Johanns; Simmons & Wheeler, P.C.
Kim Armitage; YMCA

**Call to Order and
Declaration of Quorum**

It was noted that a quorum was present and the meeting was called to order at 5:30 p.m.

The absences of Directors Gherardini, Coleman and Smith were excused.

Director Qualification

The Directors in attendance confirmed their qualification to serve.

Disclosure Matters

Mr. Dickhoner advised the Boards that pursuant to Colorado law, certain disclosures by the Directors may be required prior to taking official action at the meeting. The Boards reviewed the agenda for the meeting, following which each Director confirmed the contents of any written disclosure previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Boards to act.

Consent Agenda

Agenda for November 25, 2019 Special Meeting
Review and Consider Approval of October 3, 2019 Special Meeting Minutes
Review and Consider Adoption of 2020 Annual Administrative Matters Resolution

Upon a motion duly made by Director Baisch, seconded by Director Pell and, upon vote, unanimously carried, the District No. 2 Board approved the Consent Agenda.

Upon a motion duly made by Director Dell'Orfano, seconded by Director Patterson and, upon vote, unanimously carried, the District No. 3 Board approved the Consent Agenda.

Public Comments

Public Comments

There were no public comments.

Financials

A. Conduct Public Hearing to Consider Amending the 2019 Budgets; Consider Adopting of Resolutions to Amend 2019 Budget Resolutions

This item was not needed for District No. 2.

Upon a motion duly made by Director Yosten, seconded by Director Dell'Orfano, the Board opened the public hearing for District No. 3 at 5:32 p.m. No public was present. Upon a motion duly made by Director Yosten, seconded by Director Patterson, the Board closed the public hearing by 5:33 p.m.

Ms. Johanns reviewed the 2019 budget amendment with the Board and presented an amendment of the debt service fund to \$13,400,000.

Following review, upon a motion duly made by Director Dell'Orfano, seconded by Director Patterson and, upon vote, unanimously carried, the Board approved the 2019 budget amendment, as presented.

B. Conduct Public Hearing to Consider Adoption of 2020 Budgets, Appropriate Expenditures and Certify Mill Levies; Consider Approval of the 2020 Budgets, Appropriate Expenditures, and Certify Mill Levies Resolutions

Upon a motion duly made by Director Barcus, seconded by Director Pell, the District No. 2 Board opened the public hearing at 5:34 p.m. No public was present. Upon a motion duly made by Director Pell, seconded by Director Barcus, the District No. 2 Board closed the public hearing at 5:49 p.m.

Upon a motion duly made by Director Yosten, seconded by Director Dell'Orfano, the District No. 3 Board opened the public hearing at 5:34 p.m. No public was present. Upon a motion duly made by Director Yosten, seconded by Director Dell'Orfano, the District No. 3 Board closed the public hearing at 5:49 p.m.

Ms. Johanns reviewed the 2020 budgets with the Boards. Upon a motion duly made by Director Baisch, seconded by Director Pell and, upon vote, unanimously carried, the District No. 2 Board approved adoption of the 2020 budget.

Upon a motion duly made by Director Yosten, seconded by Director Patterson and, upon vote, unanimously carried, the District No. 3 Board approved adoption of the 2020 budget.

C. Review and Consider Approval of Engagement Letter with Stratagem Certified Public Accountants for 2019 Audit Services

Ms. Johanns reviewed the 2019 Audit Engagement Letters with Stratagem Certified Public Accountants with the Boards.

Upon a motion duly made by Director Pell, seconded by Director Barcus and, upon vote, unanimously carried, the District No. 2 Board approved the 2019 Audit Engagement Letter with Stratagem Certified Public Accountants, with a not-to-exceed of \$2,600.

Upon a motion duly made by Director Yosten, seconded by Director Patterson and, upon vote, unanimously carried the District No. 3 Board approved the 2019 Audit Engagement Letter with Stratagem Certified Public Accountants, with a not-to-exceed of \$2,600

D. Review and Consider Approval of September 30, 2019 Unaudited Financial Statements

Ms. Johanns reviewed the September 30, 2019 financial statements with the Boards.

Upon a motion duly made by Director Baisch, seconded by Director Pell and, upon vote, unanimously carried the District No. 2 Board accepted the September 30, 2019 financial statements.

Upon a motion duly made by Director Dell'Orfano, seconded by Director Yosten and, upon vote, unanimously carried, the District No. 3 Board accepted the September 30, 2019 financial statements.

E. Other

None.

Legal

A. Review and Consider Adoption of Resolution Regarding Personal Data Privacy Policy

This item was not needed.

B. Review and Consider Approval of Amended and Restated Public Records Request Policy

Mr. Dickhoner reviewed the Amended and Restated Public Records Request Policies with the Boards.

Upon a motion duly made by Director Pell, seconded by Director Baisch and, upon vote, unanimously carried, the District No. 2 Board approved the Amended and Restated Public Records Request Policy.

Upon a motion made by Director Yosten, seconded by Director Patterson and, upon vote, unanimously carried, the District No. 3 Board approved the Amended and Restated Public Records Request Policy.

C. Review and Consider Approval of Resolution Calling a Regular Election for Directors on May 5, 2020

Mr. Dickhoner reviewed the Resolution Calling a Regular Election for Directors with the Boards.

Upon a motion duly made by Director Pell, seconded by Director Barcus and, upon vote, unanimously carried, the District No. 2 Board approved the Resolution Calling a Regular Election for Directors on May 5, 2020.

Upon a motion duly made by Director Yosten, seconded by Director Patterson and, upon vote, unanimously carried, the District No. 3 Board approved the Resolution Calling a Regular Election for Directors on May 5, 2020.

D. Other

None.

Consultant Contracts

A. Review and Consider Approval of 2020 Engagement Letter for District Accounting Services

Upon a motion duly made by Director Barcus, seconded by Director Pell and, upon vote, unanimously carried, the District No. 2 Board approved proceeding with the 2020 Accounting Services Engagement Letter approved by the Authority Board.

Upon a motion duly made by Director Yosten, seconded by Director Dell'Orfano and, upon vote, unanimously carried, the District No. 3 Board approved proceeding with the 2020 Accounting Services Engagement Letter approved by the Authority Board.

B. Other

None.

Management Matters

A. Manager's Report

Ms. Herman reviewed the Manager's Report with the Boards.

B. Review and Consider Approval of 2020 Insurance, Insurance Schedules and Renewal of Special District Association ("SDA") Membership

Ms. Herman informed that Boards that the 2020 insurance information is not yet available.

- C. Discuss Section 32-1-809, C.R.S. Reporting Requirements (Transparency Notice) and Mode of Eligible Elector Notification (post on SDA website)

Ms. Herman reviewed the reporting requirements with the Boards.

- D. Discuss 2020 Meeting Schedule

Upon a motion duly made by Director Pell, seconded by Director Baisch and, upon vote, unanimously carried, the District No. 2 Board approved the 2020 meeting schedule to include meeting on November 10, 2020 at 5:30 p.m. at the Tallyn’s Reach Clubhouse.

Upon a motion duly made by Director Yosten, seconded by Director Dell’Orfano and, upon vote, unanimously carried, the District No. 3 Board approved the 2020 meeting schedule to include meeting on November 10, 2020 at 5:30 p.m. at the Tallyn’s Reach Clubhouse.

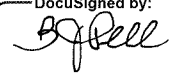
- E. Other

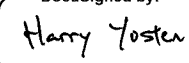
None.

Adjournment

There being no further business to come before the Boards and upon a motion duly made, seconded and unanimously carried, the meeting was adjourned at 6:22 p.m.

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

DocuSigned by:

500F27EA0688436...
 Secretary for District No. 2

DocuSigned by:

EE320EB4634E468...
 Secretary for District No. 3

Certificate Of Completion

Envelope Id: D8A66C1D5A2B451F8BE3226AC4F79334
 Subject: Please DocuSign: 2. 11-25-19 DRAFT MINUTES (NOS. 2 3)_2019.docx
 Client Name: Tallyn's Reach Authority
 Client Number: 011-045194
 Source Envelope:
 Document Pages: 5
 Certificate Pages: 5
 AutoNav: Enabled
 EnvelopeId Stamping: Enabled
 Time Zone: (UTC-06:00) Central Time (US & Canada)

Status: Completed

Envelope Originator:
 Megan Liesmaki
 220 South 6th Street
 Suite 300
 Minneapolis, MN 55402
 Megan.Liesmaki@claconnect.com
 IP Address: 71.205.25.179

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Status: Original
 8/2/2020 9:36:08 PM

Holder: Megan Liesmaki
 Megan.Liesmaki@claconnect.com

Location: DocuSign

Signer Events

BJ Pell
 bjnstve95@yahoo.com
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:
 BJ Pell
 5D0F27EA0668456...

Signature Adoption: Drawn on Device
 Using IP Address: 71.56.242.231
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Timestamp

Sent: 8/2/2020 9:38:02 PM
 Viewed: 8/3/2020 7:21:47 AM
 Signed: 8/3/2020 7:21:56 AM

Electronic Record and Signature Disclosure:

Accepted: 8/3/2020 7:21:47 AM
 ID: 09a43fad-571a-45ec-bdad-d8a0706d1e78

Harry Yosten
 hpyvice@aol.com
 Security Level: Email, Account Authentication (None)

DocuSigned by:
 Harry Yosten
 EE925EB4834E486...

Signature Adoption: Pre-selected Style
 Using IP Address: 24.9.159.13

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 Viewed: 8/3/2020 7:42:33 AM
 Signed: 8/3/2020 9:57:51 AM

Electronic Record and Signature Disclosure:

Accepted: 8/3/2020 7:42:33 AM
 ID: 4dd3c63a-1692-4b42-bf68-a493e1d79e66

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

8/3/2020 7:21:57 AM

Certified Delivered

Security Checked

8/3/2020 7:42:33 AM

Signing Complete

Security Checked

8/3/2020 9:57:51 AM

Completed

Security Checked

8/3/2020 9:57:51 AM

Payment Events**Status****Timestamps****Electronic Record and Signature Disclosure**

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