

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
TALLYN'S REACH METROPOLITAN DISTRICT NO. 2 (THE
"DISTRICT")
HELD
March 9, 2021

A special meeting of the Board of Directors of the Tallyn's Reach Metropolitan District No. 2 (referred to hereafter as the "Board") was convened on Tuesday, March 9, 2021, at 6:00 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

BJ Pell, President
William Barcus, Vice-President/Treasurer
Brian Baisch, Secretary

Also in Attendance Were:

Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron
Denise Denslow and Celeste Terrell; CliftonLarsonAllen LLP-District Management
Shelby Clymer and Joyce Stiles; CliftonLarsonAllen LLP-District Accountant
Harry Yosten; Tallyn's Reach MD 3 and Tallyn's Reach Authority
Mike Dell'Orfano; Tallyn's Reach MD 3 and Tallyn's Reach Authority
Craig Wagner; Tallyn's Reach MD 3 and Tallyn's Reach Authority
David Patterson; Tallyn's Reach MD 3 and Tallyn's Reach Authority
Kimberly Armitage; YMCA
Jeffrey Beaird; Member of the Public
Brian Crandall; Member of the Public

CALL TO ORDER

The meeting was called to order at 6:10 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Mr. Dickhoner advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner 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. Mr. Dickhoner 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 quorums or to otherwise enable the Board to act.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Quorum/Confirmation of Meeting Location/Posting of Notice: Following discussion, upon a motion duly made by Director Pell, seconded by Director Barcus and, upon vote, unanimously carried, the Board confirmed a quorum, the location of the meeting, the posting of the meeting notice, and designated the 24-hour posting location as the District's website (www.TallynsReachMetroDistrict.com).

Agenda: Following review and discussion, upon a motion duly made by Director Barcus, seconded by Director Pell and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

Public Comment: No comment from the public in attendance.

CONSENT AGENDA

The Board was advised that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- Minutes of November 10, 2020 Special Meeting

FINANCIAL MATTERS

2020 Draft Audit: Ms. Clymer reviewed the draft 2020 Audit with the Board. Director Pell inquired about the mill levies in 2022 with the debt amortization in mind. Ms. Clymer stated that it would be reviewed during the 2022 budget cycle. Director Baisch asked about what would happen if there was an excess amount collected over the amount necessary to pay off the District debt. Ms. Clymer stated that this will be confirmed once the preliminary assessed valuation is received. Following review and discussion, upon a motion duly made by Director Pell, seconded by Director Baisch and, upon vote, unanimously carried, the Board approved the 2020 Draft Audit, subject to final review by legal counsel and receipt of a clean opinion letter from the auditor.

LEGAL MATTERS

None.

ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Pell, seconded by Director Barcus and, upon vote, unanimously carried, the Board adjourned the meeting at 6:27 p.m.

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

DocuSigned by:

Brian K. Baisch

Secretary

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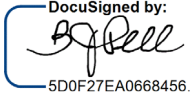
Certificate Of Completion

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Client Name: Tallyn's Reach MDs 2 & 3	
Client Number: 011-045194-OS07-2021	
Source Envelope:	
Document Pages: 38	Signatures: 19
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Cindy.Jenkins@claconnect.com
	IP Address: 165.225.10.178

Record Tracking

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
12/9/2021 5:10:34 PM	Cindy.Jenkins@claconnect.com	

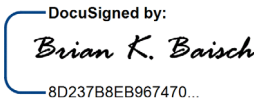
Signer Events

Signer Events	Signature	Timestamp
<p>BJ Pell bjnsteve95@yahoo.com Secretary Security Level: Email, Account Authentication (None)</p>	<p>DocuSigned by:  5D0F27EA0668456...</p> <p>Signature Adoption: Drawn on Device Using IP Address: 70.58.18.33 Signed using mobile</p>	<p>Sent: 12/9/2021 5:24:39 PM Viewed: 12/9/2021 5:48:06 PM Signed: 12/9/2021 5:48:36 PM</p>

Electronic Record and Signature Disclosure:
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ID: 32cd58c8-3141-4b37-a68a-a558ec44be65

<p>Mike Dell'Orfano mdellorfano@comcast.net President, Chair Security Level: Email, Account Authentication (None)</p>	<p>DocuSigned by:  359664F3786B41D...</p> <p>Signature Adoption: Pre-selected Style Using IP Address: 65.144.188.106</p>	<p>Sent: 12/9/2021 5:48:39 PM Viewed: 12/10/2021 2:57:28 PM Signed: 12/10/2021 2:58:01 PM</p>
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<p>Brian K. Baisch brian.baisch@baischventures.com Security Level: Email, Account Authentication (None)</p>	<p>DocuSigned by:  8D237B8EB967470...</p> <p>Signature Adoption: Pre-selected Style Using IP Address: 71.196.255.55</p>	<p>Sent: 12/10/2021 2:58:04 PM Viewed: 12/15/2021 7:28:41 PM Signed: 12/15/2021 7:30:53 PM</p>
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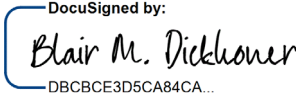
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<p>David Patterson david.patterson@falck.com President Security Level: Email, Account Authentication (None)</p>	<p>DocuSigned by:  7BD319407C7A455...</p> <p>Signature Adoption: Pre-selected Style Using IP Address: 8.46.80.1</p>	<p>Sent: 12/15/2021 7:30:56 PM Viewed: 12/16/2021 9:18:08 AM Signed: 12/28/2021 10:18:37 AM</p>
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Blair M. Dickhoner
 bdickhoner@wbapc.com
 Security Level: Email, Account Authentication
 (None)



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Agent Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Completed	Security Checked	12/28/2021 12:16:40 PM

Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure
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