

## RECORD OF PROCEEDINGS

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MINUTES OF A JOINT SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
TALLYN'S REACH AUTHORITY AND TALLYNS REACH  
METROPOLITAN DISTRICT NOS. 2 AND 3  
HELD  
JANUARY 31, 2023

A joint special meeting of the Boards of Directors of the Tallyn's Reach Authority and the Tallyn's Reach Metropolitan District Nos. 2 and 3 (referred to hereafter as the "Board" and/or "Boards") was convened on Tuesday, January 31, 2023, at 5:00 p.m. This joint meeting was held virtually via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### **Directors in Attendance for the Authority:**

David Patterson, President  
BJ Pell, Vice-President/Assistant Secretary  
Harry Yosten, Treasurer  
Mike Dell'Orfano, Assistant Secretary  
Brian Crandall, Assistant Secretary

#### **Directors in Attendance for MD 2:**

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

#### **Directors in Attendance for MD 3:**

Mike Dell'Orfano, President  
Harry Yosten, Vice President/Treasurer  
David Patterson, Secretary  
Julie Huygen, Assistant Secretary  
Brian Crandall, Assistant Secretary

#### **Also in Attendance Were:**

Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron ("WBA")  
Celeste Terrell and Nic Carlson; CliftonLarsonAllen LLP ("CLA")

### ADMINISTRATIVE MATTERS

**Call to Order:** Director Patterson called the meeting to order at 5:01 p.m.

**Agenda:** Following review and discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Boards approved the Agenda.

**Disclosures of Potential Conflicts of Interest:** Attorney Dickhoner advised the Boards that, pursuant to Colorado law, certain disclosures

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might be required prior to taking official action at the meeting. Attorney Dickhoner reported that disclosures for those directors that provided WBA with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Attorney Dickhoner inquired into whether members of the Boards 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 Boards to act.

**Quorum:** A quorum was confirmed for each Board for the meeting, the meeting location and posting of meeting notice.

**Public Comment:** None.

### CONSENT AGENDA

Ms. Terrell reviewed the Consent Agenda with the Boards and noted that any item may be removed from the Consent Agenda to the regular Agenda upon the request of any Director. Upon a motion duly made and seconded, upon vote, unanimously carried, the following items on the Consent Agenda were approved, ratified and/or adopted, as appropriate.

- A. **Authority, MDs 2 & 3:** Approval of Minutes of November 15, 2022 Joint Regular Meeting.
- B. **Authority:** Approval of Minutes of the Regular Meeting on November 15, 2022 and Minutes of the Special Meeting on November 29, 2022.

### FINANCIAL MATTERS

None.

### LEGAL MATTERS

**Engagement of Legal Firm for Unpaid Fee Collection Services:** Attorney Dickhoner reviewed the proposals submitted by Altitude Community Law P.C., IDEA Law Group, LLC (for foreclosure only), Orten Cavanagh Holmes & Hunt, LLC, and Winzenburg Leff Purvis & Payne, LLP, with the Boards.

Following review and discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Authority Board approved to engage Orten Cavanagh Holmes & Hunt, LLC for unpaid fee collection and foreclosure services and terminate the prior engagement of IDEA Law Group, LLC for foreclosure services.

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**Cherry Creek School District (“CCSD”) and City of Aurora Property Maintenance Discussions:** Attorney Dickhoner provided an update and noted that a memo is expected from the City on February 9<sup>th</sup>. He also noted that an agreement with CCSD has been drafted but has not yet been executed.

MANAGER MATTERS

**Potential Appointment of a Local Governmental Designee (liaison) to the Colorado Oil & Gas Conservation Commission (“COGCC”):** Attorney Dickhoner explained designees and liaisons to the Boards. Following a lengthy discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Authority Board appointed Julie Huygen (Board Member of Tallyn’s Reach Metropolitan District No. 3) as Authority Liaison to the COGCC, and directed Attorney Dickhoner to prepare an accompanying resolution.

OTHER MATTERS

**Snow Removal on 25 Private Streets:** Following discussion, the Authority Board directed CLA staff to approve snow removal on the private streets at their own discretion, and to track spending and update the Authority Board.

**MDs 2 & 3 Next Meeting:** The Boards confirmed an anticipated quorum for the next regular Board meeting scheduled for November 21, 2023 at 5:30 p.m.

**Authority Next Meeting:** The Board discussed the next regular Board meeting scheduled for March 21, 2023 at 6:00 p.m. and determined to move it to Tuesday, March 14, 2023 at 6:00 p.m.

ADJOURNMENT

There being no further business to come before the Boards, the Boards adjourned the meeting at 6:21 p.m.

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

DocuSigned by:

*David Patterson*

Secretary for the Meeting – Tallyn’s Reach Authority

DocuSigned by:

*Brian K. Baisch*

Secretary for the Meeting – Tallyn’s Reach MD 2

DocuSigned by:

*M. J. [Signature]*

Secretary for the Meeting – Tallyn’s Reach MD 3

**Certificate Of Completion**

|  |                              |
|--|------------------------------|
| Envelope Id: 8AE567BD08DF44469BF493274AFA3546  | Status: Completed            |
| Subject: Complete with DocuSign: Tallyn's Reach - MINUTES - 01-31-2023 Joint Special Mtg (Auth, MDs 2 & 3) |                              |
| Client Name: Tallyn's Reach  |                              |
| Client Number: A267075-OS07-2023   |                              |
| Source Envelope:   |                              |
| Document Pages: 3  | Signatures: 3                |
| Certificate Pages: 5   | Initials: 0                  |
| AutoNav: Enabled   | Envelope Originator:         |
| Enveloped Stamping: Enabled  | Cindy Jenkins                |
| Time Zone: (UTC-06:00) Central Time (US & Canada)  | 220 S 6th St Ste 300         |
|  | Minneapolis, MN 55402-1418   |
|  | Cindy.Jenkins@claconnect.com |
|  | IP Address: 67.176.12.84     |

**Record Tracking**

|                       |                              |                    |
|-----------------------|------------------------------|--------------------|
| Status: Original      | Holder: Cindy Jenkins        | Location: DocuSign |
| 7/25/2023 11:41:14 AM | Cindy.Jenkins@claconnect.com |                    |

**Signer Events**

David Patterson  
david.patterson@falck.com  
President  
Security Level: Email, Account Authentication (None)

**Signature**

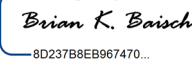
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Signature Adoption: Pre-selected Style  
Using IP Address: 12.97.187.237

**Timestamp**

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Viewed: 7/25/2023 12:12:03 PM  
Signed: 7/25/2023 12:12:17 PM

**Electronic Record and Signature Disclosure:**  
Accepted: 7/25/2023 12:12:03 PM  
ID: a3347e13-edc8-4770-92e4-0b8190d51c39

Brian K. Baisch  
brian.baisch@baischventures.com  
Security Level: Email, Account Authentication (None)

DocuSigned by:  
  
8D237B88EB967470...  
Signature Adoption: Pre-selected Style  
Using IP Address: 71.196.204.17

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Signed: 7/25/2023 12:15:11 PM

**Electronic Record and Signature Disclosure:**  
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ID: 5d55a9f8-5648-48c1-84a3-e2a96958228d

Mike Dell'Orfano  
mdellorfano@comcast.net  
President, Chair  
Security Level: Email, Account Authentication (None)

DocuSigned by:  
  
359664F3786B41D...  
Signature Adoption: Drawn on Device  
Using IP Address: 71.205.2.102  
Signed using mobile

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Viewed: 7/30/2023 8:13:09 PM  
Signed: 7/30/2023 8:14:30 PM

**Electronic Record and Signature Disclosure:**  
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ID: 71a45655-1751-4d84-ab1e-91294fa18155

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| Editor Delivery Events       | Status    | Timestamp |
| Agent Delivery Events        | Status    | Timestamp |
| Intermediary Delivery Events | Status    | Timestamp |

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| <b>Certified Delivery Events</b> | <b>Status</b> | <b>Timestamp</b> |
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| <b>Carbon Copy Events</b> | <b>Status</b> | <b>Timestamp</b> |
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| <b>Witness Events</b> | <b>Signature</b> | <b>Timestamp</b> |
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| <b>Notary Events</b> | <b>Signature</b> | <b>Timestamp</b> |
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| Certified Delivered | Security Checked | 7/30/2023 8:13:09 PM  |
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| Completed           | Security Checked | 7/30/2023 8:14:30 PM  |

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| <b>Payment Events</b> | <b>Status</b> | <b>Timestamps</b> |
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