

RECORD OF PROCEEDINGS

MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
TALLYN'S REACH AUTHORITY AND
TALLYN'S REACH METROPOLITAN DISTRICT NOS. 2 AND 3
HELD
JUNE 6, 2022

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 Monday, June 6, 2022, at 4:00 p.m. This special meeting was held 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

Director Crandall arrived later in the meeting.

Directors in Attendance for MD 2:

BJ Pell, President
William Barcus, Vice President/Treasurer

Directors in Attendance for MD 3:

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

Director Crandall arrived later in the meeting.

Also in Attendance Were:

Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron ("WBA")
Nic Carlson, Shelby Clymer, Shauna D'Amato and Terri Boroviak;
CliftonLarsonAllen LLP ("CLA")
Angela Casias and Revecca Balancier; Axiom of Purpose
Brian Baisch; Resident

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 4:40 p.m.

Agenda: Following review and discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Boards approved the Agenda, as amended, and excused the late arrival of Director Crandall.

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

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required prior to taking official action at the meeting. Attorney 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 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

Mr. Carlson 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 April 19, 2022 Joint Special Meeting.
- B. **Authority & MD 3:** Approval of Minutes of May 4, 2022 Joint Special Meeting.
- C. **Authority:** Agreements to be ratified:
 - a. Independent Contractor Agreement with Axiom of Purpose for strategic communication services, dated May 18, 2022 (enclosure).
 - b. Independent Contractor Agreement with Colorado Designscares, Inc. for landscape improvements, cobble and entry monuments, dated April 19, 2022 (enclosure).
 - c. Independent Contractor Agreement with Brightview Landscape Services, Inc. for median landscape planting, dated March 3, 2022 (enclosure).
 - d. Independent Contractor Agreement with Brightview Landscape Services, Inc. for Briarwood entry monument renovation, dated May 18, 2022 (enclosure).
 - e. Independent Contractor Agreement with Colorado Stoneworks LLC for monument installation, dated May 18, 2022 (enclosure).
 - f. Independent Contractor Agreement with American Awning Co. for pool shade structure, dated May 10, 2022 (enclosure).
 - g. Independent Contractor Agreement with IMEG Corp. for roadway pavement assessment, dated May 10, 2022 (enclosure).

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h. Independent Contractor Agreement with Brown Brothers Asphalt and Concrete, LLC, for pool deck concrete repair, dated May 10, 2022 (enclosure).

LEGAL MATTERS

MD 2 – Resolution Initiating Consolidation: Attorney Dickhoner reviewed the Resolution with the Board, noting that due to the timing, this Resolution would need to be adopted again to meet the 30-day filing requirements. Following review and discussion, upon a motion duly made and seconded, unanimously carried, the Board adopted the Resolution to Initiate the Consolidation of Two or More Special Districts.

MD 3 – Resolution Concurring with Consolidation: Following review and discussion, upon a motion duly made and seconded, unanimously carried, the Board adopted the Resolution Concurring with the Consolidation of Two or More Special Districts.

MDs 2 & 3 - November 2022 Ballot Options: Attorney Dickhoner reviewed the examples of ballot questions with the Boards.

Following discussion of the options, the Boards directed Attorney Dickhoner to provide an introduction and explanation about the consolidation on the ballot, and to go with the option that will increase mills each year (5.500, 7.500, 9.500 mills). Attorney Dickhoner will draft the ballot questions and provide to Mr. Carlson to distribute to the Boards.

MDs 2 & 3 – Joint Resolution Calling Election: Following discussion, upon a motion duly made, seconded and, upon vote, unanimously carried, the Boards adopted the Joint Resolution Calling Election to coordinate with Arapahoe County and designated Ashley Frisbie of White Bear Ankele Tanaka & Waldron as the DEO to serve as the main contact person for the County.

Authority – Update on CORA Request: Attorney Dickhoner confirmed that the materials requested were distributed on time and that payment was received for staff time spent coordinating the request. No further communications were received following submission of the request.

MD 2 – Appointment of Brian Baisch to the Board of Directors: Following discussion, upon a motion duly made, seconded and, upon vote, unanimously carried, the Board appointed Brian Baisch to the Board of Directors.

Maintenance of Landscaping and Irrigation Issues of Non-Authority Owned Land: Director Patterson reported on issues to the Board. He noted that research is being done on those properties on question and who should be maintaining the watering, trees, general landscaping, etc.

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The Board approved to provide minimal irrigation and grass cutting services while the property responsibilities are decided. Director Yosten will research necessary irrigation for respective properties.

OTHER MATTERS

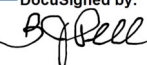
Authority – Quorum for Next Regular Board Meeting on July 19, 2022 at 6:00 p.m.: The Board confirmed an anticipated quorum.

MDs 2 & 3 – Quorum for Next Regular Board Meeting on November 15, 2022 at 5:30 p.m.: The Board confirmed an anticipated quorum.

ADJOURNMENT

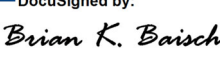
There being no further business to come before the Boards, upon a motion duly made and seconded, upon vote, unanimously carried, the Boards adjourned the meeting at 5:54 p.m.

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

DocuSigned by:


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Secretary for the Meeting – Tallyn's Reach Authority

DocuSigned by:


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Secretary for the Meeting – Tallyn's Reach MD 2

DocuSigned by:


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Secretary for the Meeting – Tallyn's Reach MD 3

Certificate Of Completion

Envelope Id: AF3EA945DF5941D0BE0F9772AB67D6EB	Status: Completed
Subject: Please DocuSign: Tallyns Reach - Minutes - 06-06-2022 (Auth & MDs 2 & 3) (final).pdf	
Client Name: Tallyns Reach	
Client Number: 011-045194-OS07-2022	
Source Envelope:	
Document Pages: 4	Signatures: 3
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld 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
8/3/2022 2:28:30 PM	Cindy.Jenkins@claconnect.com	

Signer Events

BJ Pell
 bjnstev95@yahoo.com
 Secretary
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:


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 Signature Adoption: Drawn on Device
 Using IP Address: 71.218.58.129
 Signed using mobile

Timestamp

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 Signed: 8/3/2022 3:09:52 PM

Electronic Record and Signature Disclosure:
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Brian K. Baisch
 brian.baisch@baischventures.com
 Security Level: Email, Account Authentication (None)

DocuSigned by:

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 Using IP Address: 71.196.255.55

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

DocuSigned by:

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 Signature Adoption: Pre-selected Style
 Using IP Address: 97.118.86.251

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 Signed: 8/3/2022 3:45:22 PM

Electronic Record and Signature Disclosure:
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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
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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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Signing Complete	Security Checked	8/3/2022 3:45:22 PM
Completed	Security Checked	8/3/2022 3:45:22 PM

Payment Events	Status	Timestamps
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