

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS  
OF DIRECTORS

OF THE

DAWSON RIDGE METROPOLITAN DISTRICT NOS. 1-5

AND THE

WESTFIELD METROPOLITAN DISTRICT NOS. 1 & 2

Held: October 19, 2022, at 8:00 A.M. *via* teleconference

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Dawson District Nos. 1 & 5:      Dawson District Nos. 2-4:  
Larry Jacobson                      Jake Schroeder  
Jake Schroeder  
Andy Klein

Westfield District Nos. 1 & 2:  
Larry Jacobson  
Jake Schroeder  
Andy Klein

Also present were: Jennifer Gruber Tanaka, Esq., and Audrey G. Johnson, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; Alex Fink and Jason Carroll, CliftonGundersonLarson, LLP, District accountant.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those

directors with 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. Ms. Tanaka noted that a quorum was present and 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings                      The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Dawson Ridge Metropolitan District Nos. 1-5 and the Westfield Metropolitan District Nos. 1 and 2, collectively.

Approval of Agenda                      Ms. Tanaka presented the Boards with the agenda for the meeting. Upon motion of Mr. Schroeder, seconded by Mr. Klein, the Boards unanimously approved the agenda as presented.

**DIRECTORS MATTERS**

Director                      Appointments                      Ms. Tanaka noted that there are currently four vacancies on the  
(Dawson Ridge Nos. 2, 3, 4)                      Boards of Dawson Ridge Nos. 2-4 and noted that Mr. Jacobson and Mr. Klein are eligible electors interested in serving on the Boards.

Upon motion of Mr. Schroeder, the Boards unanimously appointed Mr. Jacobson and Mr. Klein to the Boards of Dawson Ridge Nos. 2-4.

Election                      of                      Officers                      Ms. Tanaka noted the need to elect officers and noted that the  
(Dawson Ridge Nos. 1-5)                      Boards are required to have a president, treasurer and a secretary.

Upon motion of Mr. Schroeder, seconded by Mr. Klein, the Boards unanimously elected the following officers:

President: Lawrence Jacobson  
Secretary/Treasurer: Jake Schroeder  
Assistant Secretary: Andrew R. Klein

**PUBLIC COMMENT**                      None.

**CONSENT  
MATTERS**

**AGENDA** The Boards were presented with the consent agenda items. Upon motion of Mr. Schroeder, seconded by Mr. Klein, the Boards unanimously took the following actions:

- a. Westfield Metropolitan District Nos. 1 & 2
  - i. Approved the Joint Special Meeting Minutes from October 6, 2022 meeting
  - ii. Approved the Proposal with Heatherly Creative for Website Maintenance Services in 2023
- b. Dawson Ridge Metropolitan District Nos. 1-5
  - i. Adopted the Joint Resolution No. 2022-10-01: 2022 Joint Annual Administrative Resolution
  - ii. Adopted the Joint Resolution 2022-10-02: Providing for the Defense and Indemnification of Directors and Employees of the Districts
  - iii. Adopted the Joint Resolution No. 2022-10-03: Adopting the Colorado Special District Records Retention Schedule
  - iv. Adopted the Joint Resolution No. 2022-10-04: Adoption of Public Records Request Policy
  - v. Adopted the Joint Resolution No. 2022-10-05: Resolution Establishing Electronic Signature Policy
  - vi. Adopted the Joint Resolution No. 2022-10-06: Resolution Calling February 2023 Special Election (Dawson District Nos. 1 and 5)
  - vii. Approved the Construction Management Agreement with Westside Property Investment Company, Inc. (Dawson District No. 1)
  - viii. Approved the Funding and Reimbursement Agreement with ACM Dawson Trails VIII JV LLC (Dawson District No. 1)
  - ix. Approved the Infrastructure Acquisition and Reimbursement Agreement with ACM Dawson Trails VIII JV LLC (Dawson District No. 1)
  - x. Approved the Engagement of CliftonLarsonAllen for District Accounting Services (Dawson District Nos. 1 and 5)
  - xi. Ratified the Approval of the Contract with Heatherly Creative for Website Creation Services
  - xii. Adopted Resolution No. 2022-10-07: Resolution Regarding Changing the Name of Dawson Ridge Metropolitan District No. 1 to Dawson Trails Metropolitan District No. 1

- xiii. Adopted Resolution No. 2022-10-08: Resolution Regarding Changing the Name of Dawson Ridge Metropolitan District No. 2 to Dawson Trails Metropolitan District No. 2
- xiv. Adopted Resolution No. 2022-10-09: Resolution Regarding Changing the Name of Dawson Ridge Metropolitan District No. 3 to Dawson Trails Metropolitan District No. 3
- xv. Adopted Resolution No. 2022-10-10: Resolution Regarding Changing the Name of Dawson Ridge Metropolitan District No. 4 to Dawson Trails Metropolitan District No. 4
- xvi. Approval of Resolution No. 2022-10-11: Resolution Regarding Changing the Name of Dawson Ridge Metropolitan District No. 5 to Dawson Trails Metropolitan District No. 5
- c. Approved the Service Plan Intergovernmental Agreement with Town of Castle Rock
- d. Approved the Engagement of WHITE BEAR ANKELE TANAKA AND WALDRON for General Counsel Services (Dawson District Nos. 1-5)
- e. Acknowledged of Resignation of Folkestad Fazekas Barrick & Patoile, P.C. as General Counsel
- f. Approved the Special Bond Fee Letter for WHITE BEAR ANKELE TANAKA AND WALDRON (Dawson District No. 1)
- g. Approved the Engagement of Sherman and Howard as Disclosure Counsel for 2022 Bond Issuance (Dawson District No. 1)

**LEGAL MATTERS**

Update on Name Changes for Districts

Ms. Tanaka reported that the 45-day notice for the name changes for the Westfield Districts runs on October 23, 2022, and the 45 notice of the name changes for the Dawson Districts runs on November 14, 2022. At that time, legal counsel will file the necessary motions and orders with the Douglas County District Court.

**FINANCIAL MATTERS**

Update on 2022 Bond Issuance

The Boards discussed the status of the 2022 bond issuance and noted that the current schedule contemplates closing by the end of the year.

**OTHER BUSINESS**

Next Meeting

The next meeting is scheduled for November 14, 2022, at 11:45 A.M.

**ADJOURNMENT**

There being no further business to come before the Boards, upon motion, second and unanimous vote, the meeting was adjourned.

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

*Jeffrey J Schroeder*  
Jeffrey J Schroeder (Nov 14, 2022 16:13 MST)

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Secretary for the Districts