

MINUTES OF A SPECIAL JOINT MEETING OF
THE BOARDS OF DIRECTORS OF THE
TALLYN'S REACH METROPOLITAN DISTRICT NOS. 2 AND 3
(THE "DISTRICTS")
HELD
MAY 7, 2025

A special joint meeting of the Board of Directors of the Tallyn's Reach Metropolitan District Nos. 2 and 3 (collectively referred to hereafter as the "Boards") was convened on Wednesday, May 7, 2025, at 4:00 p.m. This meeting was held at the Tallyn's Reach Clubhouse, 24900 E. Park Crescent Dr., Aurora, CO 80016, and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in attendance for MD2:

BJ Pell, President
Brian Baisch, Secretary

Directors in attendance for MD3:

Harry Yosten, Vice President/Treasurer
Brian Crandall, Assistant Secretary

Director Patterson, President of District No. 3, was absent and excused.

Also, in attendance were:

Celeste Terrell, Terri Boroviak and Rachel Alles; CliftonLarsonAllen LLP ("CLA")
Jon L. Wagner, Esq.; White Bear Ankele Tanaka & Waldron ("WBA")
Marta Sinitsina and Morgan "Rusty" Deane; Members of the public

ADMINISTRATIVE MATTERS

Call to Order and Agenda:

The meeting was called to order at 4:02 p.m. by Ms. Terrell. The Boards reviewed the Agenda for the meeting.

Following discussion, upon a motion duly made by Director Pell, seconded by Director Baisch and, upon vote unanimously carried, the District No. 2 Board approved the Agenda, as presented.

Following discussion, upon a motion duly made by Director Crandall, seconded by Director Yosten and, upon vote unanimously carried, the District No. 3 Board approved the Agenda, as presented, and excused the absence of Director Patterson.

Disclosures of Potential Conflicts of Interest:

Attorney Wagner advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Wagner 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 Wagner 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 quorum or to otherwise enable the Boards to act.

Quorum, Location of Meeting, Posting of Meeting Notice, 24-Hour Posting Location:

The presence of a quorum was confirmed for each of the Boards. This meeting was conducted via Microsoft Teams and in person and encouraged public participation either via Microsoft Teams or in person. The Boards further noted that notice providing the time, date, location and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries. The Boards designated the Districts' website as the 24-hour posting location.

Ms. Sinitsina and Mr. Deane introduced themselves to the Boards. Director Yosten detailed the historical context of the Districts and community. Discussion ensued regarding interests for the community as new Board members, individual backgrounds and resident representatives for the Authority.

MD2: Appointment of Officers:

Following discussion, upon a motion duly made by Director Baisch, seconded by Director Pell and, upon vote unanimously carried, the following slate of officers were appointed for District No. 2:

President: BJ Pell
Vice-President: VACANT
Secretary/Treasurer: Brian Baisch
Assistant Secretary: VACANT
Assistant Secretary: VACANT

MD3: Appointment Directors and Officers:

Upon a motion duly made by Director Crandall, seconded by Director Yosten and, upon vote unanimously carried, the District No. 3 Board appointed Ms. Sinitsina to the Board with a term expiration of 2027 and Mr. Deane to the Board with a term expiration of 2029.

Following discussion, upon a motion duly made by Director Yosten, seconded by Director Crandall and, upon vote unanimously carried, the following slate of officers were appointed for District No. 3:

President: David Patterson
Treasurer: Harry Yosten
Vice President: Brian Crandall
Secretary: Marta Sinitsina
Assistant Secretary: Morgan (Rusty) Deane

MD2: Appointment of Representatives to the Tallyn’s Reach Authority:

Following discussion, upon a motion duly made by Director Pell, seconded by Director Baisch and, upon vote unanimously carried, the following slate of representatives were appointed for District No. 2 to the Tallyn’s Reach Authority:

1. BJ Pell (May 2027)
2. Harry Yosten (May 2029)

MD3: Appointment of Representatives to the Tallyn’s Reach Authority:

Following discussion, upon a motion duly made by Director Yosten, seconded by Director Crandall and, upon vote unanimously carried, the following slate of representatives were appointed for District No. 3 to the Tallyn’s Reach Authority:

1. Morgan “Rusty” Deane (May 2029)

Legal counsel and management will coordinate the filing of documents with the appropriate entities for Board appointment.

MD2 and MD 3 Jointly: Appointment of Representative to the Tallyn’s Reach Authority:

Following discussion, upon a motion duly made by Director Yosten, seconded by Director Crandall and, upon vote unanimously carried, the Boards approved updating Director Crandall’s term under the Authority Board to May 2029 to match his term under the District No. 3 Board.

1. Brian Crandall (May 2027, elected term through May 2029)

PUBLIC COMMENT

None.

CONSENT AGENDA

Upon a motion duly made by Director Baisch, seconded by Director Pell and, upon vote unanimously carried, the District No. 2 Board approved and/ or ratified the following items on the Consent Agenda, as appropriate:

Upon a motion duly made by Director Yosten, seconded by Director Crandall and, upon vote unanimously carried, the District No. 3 Board approved and/or ratified the following items on the Consent Agenda, as appropriate:

Approval of Minutes of the Joint Regular Meeting on November 19, 2024; and

Ratify approval of Resolution Adopting a Digital Accessibility Policy.

FINANCIAL MATTERS

MD2: December 31, 2024 Unaudited Financial Statements and Schedule of Cash Position:

Ms. Boroviak reviewed with the District No. 2 Board. Following review and discussion, upon a motion duly made by Director Pell, seconded by Director Baisch and, upon vote unanimously carried, the District No. 2 Board accepted the December 31, 2024 Unaudited Financial Statements and Schedule of Cash Position, as presented.

MD3: December 31, 2024 Unaudited Financial Statements and Schedule of Cash Position:

Ms. Boroviak reviewed with the District No. 3 Board. Following review and discussion, upon a motion duly made by Director Crandall, seconded by Director Yosten and, upon vote unanimously carried, the District No. 3 Board accepted the December 31, 2024 Unaudited Financial Statements and Schedule of Cash Position, as presented.

MD3: Draft 2024 Audit:

Ms. Boroviak reviewed the draft 2024 Audit with the District No. 3 Board, noting that the audit will be filed by the July 31st deadline. Following discussion, upon a motion duly made by Director Yosten, seconded by Director Crandall and, upon vote unanimously carried, the District No. 3 Board approved the draft 2024 Audit, as presented.

LEGAL MATTERS

None.

MANAGER MATTERS

None.

OTHER BUSINESS

Next Regular Board Meeting is Scheduled for November 18, 2025 at 5:30 p.m.:

It was noted that a meeting will need to be scheduled in July for District No. 3 to approve the final 2024 Audit.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Yosten, seconded by Director Crandall and, upon vote unanimously carried, the Boards adjourned the meeting at 5:01 p.m.

Respectfully submitted,

By _____
Secretary for the Meeting / Tallyn's Reach
Metropolitan District No. 2

Respectfully submitted,

By _____
Secretary for the Meeting / Tallyn's Reach
Metropolitan District No. 3