

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Tuesday, November 29, 2022
5:00pm Mountain Time Via Teleconference

ATTENDANCE

A Special Meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following Directors were in attendance:

Justin Baumgartner
Jimmy Oge
Damon Brown
Emmanuel Graves
Anthony Jamroz

Also present: Angela Elliott and Fallon Redmond, Teleos Management, District Managers; Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver and Rick Gonzales, Cheri Curtis, Marchetti & Weaver, LLC, District Accountants; Kim Herman and Jordan Honea, DR Horton; and members of the public.

Call to Order/Declaration of Quorum

On behalf of the Board, Director Baumgartner called the meeting to order at 5:02 p.m.

Conflicts of Interest/Disclosures

Ms. Hartung advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Hartung 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. Ms. Hartung inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest regarding any matters scheduled for discussion at the meeting. No additional disclosures were noted. Participation of the members present was necessary to obtain a quorum, or to otherwise enable the Board to act.

Approval of Agenda

Upon motion duly made, seconded, upon vote and unanimously carried, the Board approved the Agenda as presented.

FINANCIAL MATTERS

A. Financial Reports/ Budget Scenarios

District Accountant Eric Weaver presented the scenarios and walked the Board through the latest Scenario 8.

B. Conduct Public Hearing on Amendment to 2022 Budget and Consider Adoption of Resolution Amending 2022 Budget

Director Baumgartner opened the public hearing to consider the 2022 Budget Amendment. Ms. Hartung noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Weaver reviewed the Resolution Amending the 2022 Budget with the Board.

Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution amending the General Fund from \$289,647 to \$342,960 and amending the Debt Service Fund from \$3,072,192 to \$8,033,812.

C. Conduct Public Hearing on the Talon Pointe Metropolitan District 2023 Budget and Consider Adoption of Resolution Approving 2023 Budget

Director Baumgartner opened the public hearing on the 2023 Budget. Ms. Hartung noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Weaver reviewed the 2023 proposed budget with the Board.

Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution Adopting the 2023 Budget, appropriating funds therefor and certifying 32.451 mills for the General Fund, 54.085 mills for the Debt Service Fund.

D. Review of Audit Proposals and Selection of Firm to perform 2022 Audit

Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Engagement Letter of Greene & Associates to perform the 2022 Audit.

Public Comment - Members of the public may express their views to the Board on matters that affect the District. Comments are limited to three (3) minutes.

- **Discussion/Public Comment**

- **Emmanuel Graves**: Confirmed how assessment rates are calculated and subsequently how taxes are figured, as well as how increasing the mill levy will affect taxes
- **Lisa Austin**: Asked questions regarding her owner assessments and was asked to send documentation to Teleos for further research

- Jake Dickey: Asked for clarification regarding vacant lots as they pertain to owner assessments
- Melissa Melbye: Asked questions regarding quarterly fees and the homes built so far vs. vacant lots
- F Robles: Asked questions regarding District fees as they relate to the fluctuation of taxes
- Julie King: Asked questions regarding legalities involved with requiring vacant lots to pay the same fees as homes already built and whether the mill levy requires an annual vote
- Nancy Do: Asked about reserve account funding for this year and 2023
- Anthony Jamroz: reported having received feedback from owners reflecting a desire to remove district fees and pay property taxes instead
- Justin Baumgartner: Answered questions regarding the mill levy, taxes and reserve account and how they all pertain to one another
- Emmanuel Graves: stated having read Denver Post articles about Districts continuing to have to increase their mill levy
- Jimmy Taylor: Asked why the mill levy is so high for other Districts at the top of the list for the County/State

Consent Agenda – Director Baumgartner reviewed the items on the consent agenda with the Board. Director Baumgartner advised the Board 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 Board unanimously approved the following consent agenda items:

- a. August 29, 2022, and October 26, 2022, Special Meeting Minutes
- b. 2021 Annual Report)
- c. Notice to Electors Pursuant to § 32-1-809, C.R.S
- d. Resolution Adopting a Personal Data Privacy Policy
- e. Resolution Providing for the Defense and Indemnification of Directors and Employees of the District
- f. Public Records Request Policy
- g. Agreement for Snow Removal Services
- h. November 14, 2022, Minutes

DIRECTOR MATTERS - None

Legal Items

a. Discussion on Well Drilling Activity/Timeline

Discussion followed on the well drilling activity and the need to produce a timeline chart should one be needed in negotiating with the oil companies. The Board authorized up to three hours of legal time for Ms. Hartung to work on this matter.

b. Consider Adoption of the 2023 Annual Administrative Resolution

Ms. Hartung discussed the 2023 Annual Administrative Resolution that designates for Manager, Accountant and Legal Counsel to perform certain tasks on a recurring basis for operation of the District.

The 2023 Annual Administrative Resolution indicates meetings for 2023 at 5 pm on February 7, 2023, May 11, 2023, August 11, 2023, and November 9, 2023.

Following discussion, upon motion duly made by Director Baumgartner, and seconded by Director Jamroz, the Board unanimously adopted the 2023 Annual Administrative Resolution.

c. Discuss and Consider Adoption of Resolution Calling May 2, 2023 Election

Ms. Hartung discussed the method for distributing call for nominations.

Following discussion, upon motion duly made by Director Baumgartner and seconded by Director Oge, the Board unanimously adopted the Resolution Calling the May 2, 2023, Election, and designating Ashlie Frisbie of White Bear, Ankele Tanaka & Waldron, as the Designated Election Official.

d. Consider Adoption of Amended and Restated Resolution Concerning the Imposition of Operation Fees - Discussion followed on the amended Resolution for Talon Pointe Metropolitan District. Following discussion, upon motion duly made, seconded, upon vote and unanimously carried, the Board adopted the Amended and Restated Resolution Concerning the Imposition of Operation Fees.

e. Discuss Draft FAQ's for Inclusion on Website - Discussion followed on some items not on the FAQ's. Legal Counsel explained the document should be for general knowledge and not specific to an occurrence. The Board authorized Ms. Hartung to finalize the FAQ for review at the next meeting.

Insurance Matters

a. Discuss and Review Proposal for Renewal of General Liability Schedule and Limits and Consider Approval an authorization to Bind Coverage

Following discussion, upon motion duly made by Director Jamroz and seconded by Director Baumgartner, the Board unanimously approved the Renewal of General Liability Schedule and Limits and approved and authorized to bind coverage.

b. Discuss Insurance Property Schedule, Sprinkler/Irrigation System and Claim Submittal.

Manager Elliott walked the board through the property schedule and noted the irrigation system was not insured in 2022 and the claim was denied. However, the oil company already stepped up to pay for irrigation repairs. Manager Elliott further discussed that the dead grass, caused by the fire, is not insured by the insurance company as it is considered part of the land.

Management Matters

a. Introduction of Fallon Redmond and Site Inspections

Manager Elliott introduced Fallon Redmond who will be assisting with the managerial duties of the district.

b. Management Report

Manager Elliott discussed the numerous emails regarding the oil drilling, survey sent out to homeowners regarding improvements and/or modifications to park area, site inspections; and bidding out for landscaping and snow services.

b. Discussion and possible action on 2023 Landscape Bids

Following discussion, upon motion duly made, seconded and upon vote and unanimously carried, the Board approved the 2023 Landscape Bid with BrightView.

c. Board Member Committee Positions

Director Brown volunteered to work with the Landscape Committee; Director Jamroz volunteered to work with the Social Committee.

Manager Elliott discussed the need to have board members actively participating on covenant enforcement, park modifications and social committees/newsletter.

Other Business

The Board discussed the storage container/area for snow removal. No site designated at the meeting.

The Board further discussed the meeting with the developer for the initial acceptance of a tract. The landscaping will be walked in the spring, so the district initially accepted the tract in order to provide snow removal on the sidewalk adjacent to the tract.

Adjournment

There being no further business to come before the Board, the meeting was adjourned at 7:35pm.

The foregoing Minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Board of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,

DocuSigned by:

Angela Elliott

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Secretary of the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Monday, November 14, 2022 @ 5:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Justin Baumgartner
Jimmy Oge
Damon Brown
Emmanuel Graves
Anthony Jamroz

Also present: Angela Elliott and Fallon Redmond, Teleos Management, District Managers; Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver and Cheri Curtis, Marchetti & Weaver, LLC, District Accountants; Kim Herman and Jordan Honea, DR Horton; and members of the public.

CALL TO ORDER/DECLARATION OF QUORUM

On behalf of the Board, Director Baumgartner called the meeting to order at 5:04 p.m.

CONFLICTS OF INTEREST DISCLOSURES

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

APPROVAL OF AGENDA

Director Baumgartner requested moving Financial Matters ahead of Legal Matters and adding budget scenarios prepared by Marchetti & Weaver as F. a. Following discussion, upon motion duly made, seconded and upon vote, the Board unanimously approved the Agenda as amended.

PUBLIC COMMENT

Homeowner Drew Gungrich questioned about meetings in general and posting requirements.

Homeowner Julie Wesimann questioned about posting requirements and to confirm landscaping was on the agenda.

Homeowner Steffen Borgwardt requested email invitations to the meetings via eblasts.

Homeowner Jake Dickey questioned operation fees and how to receive emails.

Anthony Jamroz (as a resident) requested the residence input be addressed per item on the agenda; wants more communication from the District to the community.

Homeowner Melissa Melbye questioned in person meetings and receiving drafts of meeting packets.

Teleos is to start including meeting packet on the Districts website prior to a meeting starting with the next meeting and to send e-blasts to the community with the agenda prior to the meeting.

Damon Brown (as a resident) questioned about fees and due date for fees on the website.

DIRECTORS MATTERS

Tabled - Discussion and possible Action on the Fourth Amendment to the Residential Site Improvement Guidelines and Rules and Regulations.

FINANCIAL MATTERS

a. Financial Reports.

Mr. Weaver informed the Board that Talon Pointe Coordinating Metropolitan District will be dissolving.

Mr. Weaver provided alternative operations funding scenarios for the 2023 proposed budget that was presented. Scenario 1: 20 mills adjusted and fees on homes only.

Scenario 2: increase mills to 40 and no operations fee. Scenario 3: increase to 48 mills and no fees; Scenario 4: 40 mills adjusted, decreased operation fees. Scenario 5: 30 mills adjusted and decreased operation fees.

Discussion followed on vacant lot fee and imposing a lesser amount that what is charged to residential lot.

At this time (6:32 pm) the zoom link was stopped. Marchetti & Weaver provided a new link. The Budget Hearings will be rescheduled following publication information. No official action was taken beyond this point.

MANAGEMENT MATTERS:

c. Discussion and possible action on 2022-2023 Snow Removal Contracts.

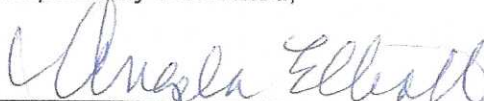
Following discussion, the Board approved BrightView as the snow removal contractor. Action will be ratified at the next meeting.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 7:51 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Angela Elliott", written in dark ink.

Secretary of the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Thursday, October 26, 2022 @ 1:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Justin Baumgartner
Jimmy Oge
Damon Brown (absent)
Emmanuel Graves (excused)
Anthony Jamroz

Also present: Angela Elliott and Fallon Redmond, Teleos Management, District Managers; Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver and Rick Gonzales, Marchetti & Weaver, LLC, District Accountants; George Hanlon and Don Sommers, ELG developers; and members of the public.

CALL TO ORDER

On behalf of the Board, Director Baumgartner called the meeting to order at 2:03 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

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

PUBLIC COMMENT None

APPROVAL OF AGENDA

Upon motion duly made, seconded, upon vote and unanimously carried, the Board approved the Agenda, as presented.

LEGAL ITEMS:

a. Consider approval of Residential Sales Certificate.

Discussion followed on the Residential Sales Certificate that was approved previously with a different builder. Mr. Hanlon gave a summary about Epic Homes and their introduction to Colorado.

Discussion followed on the proceeds from the sale and any benefits to the district other than the 354 homes.

Following discussion, upon motion duly made by Director Baumgartner, seconded by Director Oge, upon vote and unanimously carried, the Board approved the Residential Sales Certificate.

Additional discussion followed on the three (3) requisitions accompanying the sales Certificate.

Following discussion, upon motion duly made by Director Jamroz, seconded by Director Oge, upon vote and unanimously carried, the Board and appointed Director Baumgartner to work with the Trustee and sign the requisitions.

OTHER BUSINESS:

Manager Elliott discussed the weed spray and turf areas of \$3000 for Hired Gun for the fall. Further discussion followed on its effectiveness and the increase in weeds this year.

Following discussion, upon motion duly made by Director Baumgartner, seconded by Director Jamroz, upon vote and unanimously carried, the Board approved Hired Gun for a second spray.

Manager Elliott asked the Board if they are interested in bidding out snow removal for 2022-2023 and landscape maintenance for 2023.

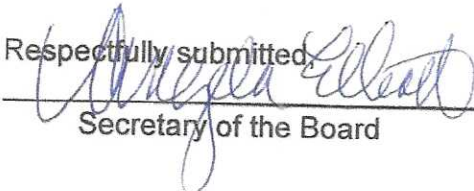
Following discussion, upon motion duly made, seconded, upon vote and unanimously carried, the Board directed Management to secure bids for snow and landscaping.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:37 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,


Secretary of the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Thursday, October 26, 2022 @ 1:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Justin Baumgartner
Jimmy Oge
Damon Brown (absent)
Emmanuel Graves (excused)
Anthony Jamroz

Also present: Angela Elliott and Fallon Redmond, Teleos Management, District Managers; Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver and Rick Gonzales, Marchetti & Weaver, LLC, District Accountants; George Hanlon and Don Sommers, ELG developers; and members of the public.

CALL TO ORDER

On behalf of the Board, Director Baumgartner called the meeting to order at 2:03 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

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

PUBLIC COMMENT None

APPROVAL OF AGENDA

Upon motion duly made, seconded, upon vote and unanimously carried, the Board approved the Agenda, as presented.

LEGAL ITEMS:

a. Consider approval of Residential Sales Certificate.

Discussion followed on the Residential Sales Certificate that was approved previously with a different builder. Mr. Hanlon gave a summary about Epic Homes and their introduction to Colorado.

Discussion followed on the proceeds from the sale and any benefits to the district other than the 354 homes.

Following discussion, upon motion duly made by Director Baumgartner, seconded by Director Oge, upon vote and unanimously carried, the Board approved the Residential Sales Certificate.

Additional discussion followed on the three (3) requisitions accompanying the sales Certificate.

Following discussion, upon motion duly made by Director Jamroz, seconded by Director Oge, upon vote and unanimously carried, the Board and appointed Director Baumgartner to work with the Trustee and sign the requisitions.

OTHER BUSINESS:

Manager Elliott discussed the weed spray and turf areas of \$3000 for Hired Gun for the fall. Further discussion followed on its effectiveness and the increase in weeds this year.

Following discussion, upon motion duly made by Director Baumgartner, seconded by Director Jamroz, upon vote and unanimously carried, the Board approved Hired Gun for a second spray.

Manager Elliott asked the Board if they are interested in bidding out snow removal for 2022-2023 and landscape maintenance for 2023.

Following discussion, upon motion duly made, seconded, upon vote and unanimously carried, the Board directed Management to secure bids for snow and landscaping.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:37 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,


Secretary of the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Monday, August 29, 2022 @ 5:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Justin Baumgartner
Damon Brown
Emmanuel Graves
Anthony Jamroz
Jimmy Oge - Excused

Also present: Angela Elliott and Gabrielle Gavito, Teleos Management, District Managers; Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Rick Gonzales, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

On behalf of the Board, Director Baumgartner called the meeting to order at 5:08 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Ms. Hartung advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Hartung 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. Ms. Hartung 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 a quorum or to otherwise enable the Board to act.

PUBLIC COMMENT (please limit comments to 3 minutes)

Julie King discussed late fees and construction debris.

Don Johnson asked if snow contract would cause an additional fee to homeowners.

Steffan Borgwardt questioned the status of the oil wells near the community.

APPROVAL OF AGENDA

Upon motion duly made by Director Jamroz, seconded by Director Graves and unanimously carried, the Board approved amending the Agenda, adding July 21, 2022 Financials under Financial Matters instead of ratification of claims and add the cost of meeting in person in 2023.

CONSENT AGENDA:

These items listed below area group of items to be acted on with a single motion and vote by the Board. An item may be removed from the consent agenda to the regular agenda by any Board member. Items on the consent agenda are then voted on by a single motion, second, and vote by the Board.

- a. Review and approve Special Minutes of the May 12, 2022, meeting (enclosure)
- b. Review and approve Special Minutes of the July 25, 2022, meeting (enclosure)

Following discussion, upon motion made by Director Jamroz, seconded by Director Graves, upon vote and unanimously approved, the Board approved the above consent agenda items and authorized Director Baumgartner to execute said approved minutes.

FINANCIAL MATTERS:

a. July 31, 2022 Financial Statements. Mr. Gonzalesr presented the July 31, 2022, TPMD financials. The fund balances as of the July 31, 2022 date: \$15,000 Operating Fund; \$1,305,244.00 Debt Service Fund; and, \$3,213,595 in the Capital Fund.

After discussion, upon a motion duly made by Director Baumgartner, seconded by Director Graves and upon vote, motion unanimously carried, the Board accepted the July 31, 2022, financials presented.

b. Discussion of Accounts Receivables (enclosure). Mr. Gonzales referenced operations fee billing through the second quarter and the amount billed currently uncollected as part of the financial statement report but there was no further discussion regarding the uncollected balance by the board.

LEGAL ITEMS:

- a. Review 2022 Legislative Memorandum. Ms. Hartung discussed the legislative items adopted in 2022.
- b. Review and Consider for Approval Service Plan Disclosure (enclosure). Ms. Hartung discussed the notice provision under the Districts service plan.

After discussion, upon a motion duly made by Director Baumgartner, seconded by Director Graves and upon vote, motion unanimously carried, the Board approved the Service Plan Disclosure.

c. Review and Consider for Approval Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges (enclosure). Ms. Hartung discussed the resolution now as a stand-alone resolution from Talon Pointe Coordinating Metro District.

After discussion, upon a motion duly made by Director Jamroz, seconded by Director Baumgartner and upon vote, motion unanimously carried, the Board approved the Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges.

d. Review Proposals for Covenant Enforcement Special Counsel (enclosure). Ms Hartung discussed the proposals from three law firms: Otten Cavanagh, Altitude Community Law and Wenzenburg Leff. The Board opted to table this discussion to the next meeting.

e. Review and Consider for Approval Resolution Regarding Policies and Procedures for Covenant Enforcement (enclosure). Ms. Hartung discussed the process the management company takes in handling Covenant Enforcement before sending the file to Special Counsel. The policies and procedures are currently the same that are already in place but the documents for the districts are now being separated.

After discussion, upon a motion duly made by Director Baumgartner, seconded by Director Graves and upon vote, motion unanimously carried, the Board approved the Resolution Regarding Policies and Procedures for Covenant Enforcement.

DIRECTOR ITEMS:

- a. Sump Pump discharge on path. Director Baumgartner discussed the reconnection on one of the lots which has resulted in less water on the pathway. He is meeting with DR Horton to discuss further. The path is dry as of now and not a safety issue.
- b. Update on damage to park by drilling companies. Director Baumgartner discussed that the Board met with several of the onsite drilling companies regarding the status of operations and damage to the District's property. PDC Energy formally known as Great Western has began reclamation. KPK will continue operating.
- c. Discussion on FAQ's. Director Baumgartner discussed that FAQ's will be applied to the website once reviewed by District Counsel. Director Graves is working on gathering the appropriate information to provide to homeowners. This item has been tabled for the next meeting.
- d. Discussion and possible action on revising Residential Improvement Guidelines and Site Restrictions. Director Jamroz discussed the need to change specific items within the Improvement Guidelines. Manager Elliott discussed the possible revisions that can be made to these guidelines regarding flags, turf, accessory buildings, screen/storm doors, jellyfish lighting, signs, pools, RV garages and trash receptacles. A discussion took place to review the Design Review Application fee.

After discussion, upon a motion duly made by Director Graves, seconded by Director Jamroz and upon vote, motion unanimously carried, the Board approved the cost to revise the Residential Improvement Guidelines and Site Restrictions for an estimated \$500.

e. Discussion and possible action on in person meetings. Manager Elliott discussed that a rental fee for meeting would be assessed. Travel expenses would be assessed for consultants as well. Director Jamroz offered the option for consultants and management to have the ability to meet via zoom and homeowners and Board members to meet in person, The Board will discuss location and table this topic to the next meeting.

MANAGEMENT ITEMS:

a. Managers Report. Manager Elliott discussed the management report. Design Review Applications, Landscape Reports as well as Administrative Reports. The recommendation of sending a community newsletter was discussed. There were no questions asked of the Manager

b. Thornton Water Wise Land Grant Update.

Manager Elliott discuss the first step is to talk to the Planner of the Day in City Development to talk about your options and the requirements of the Minor Development Permit amendment process. Our grant can be used for 50% of the landscape/irrigation design costs and/or the installation of water-wise landscape with a maximum of \$10,000 per acre (\$50K max). The city would need a written commitment and proof of funding for completing the approved design. A survey to the community in regard to the park improvements should be included in the newsletter.

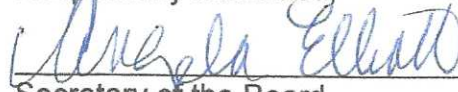
OTHER BUSINESS: - None

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 7:08 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,


Secretary of the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Monday, July 25th, 2022 @ 2:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Justin Baumgartner
Jimmy Oge
Damon Brown
Emmanuel Graves
Anthony Jamroz

Also present: Angela Elliott and Gabrielle Gavito, Teleos Management, District Managers; Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver and Rick Gonzales, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

On behalf of the Board, Director Baumgartner called the meeting to order at 2:02 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

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

PUBLIC COMMENT (please limit comments to 3 minutes)

Homeowner Austin inquired about the sidewalk repairs. DR Horton will look into the repairs if it is the City or the builder.

Director Graves brought up communications from Homeowner Aul on Quince Circle and the weeds in the native area. Director Baumgartner discussed meeting with the

landscapers today and working on a bid for weed mitigation and other landscape issues in the community.

APPROVAL OF AGENDA

Upon motion duly made by Director Graves, seconded by Director Oge and unanimously carried, the Board approved amending the Agenda, adding Audit Extension Application under Financial Matters.

FINANCIAL MATTERS:

- a. A discussion was held in regard to the payment of district expenses and though a limited amount comes through the District, a board member in addition to Director Oge needs to approve the expenses.
- b. A discussion was held in regard to the bank account signatures and bill.com. Following discussion, upon motion duly made by Director Oge, seconded by Director Baumgartner, upon vote and unanimously carried, the Board approved adding Director Baumgartner to the bank account as a signor and to bill.com for approving bills.
- c. Following discussion, upon motion duly made by Director Graves, seconded by Director Oge, upon vote and unanimously carried, the Board approved the audit application extension until September 30, 2022, for the 2021 audit.

LEGAL ITEMS:

- a. Ms. Hartung the Eight Amendment to Indenture of Trust (TPMD). Upon motion duly made by Director Baumgartner, seconded by Director Graves, upon vote and unanimously carried, the Board approved the amendment as presented.

DIRECTOR ITEMS:

- a. Variance request for artificial turf – 15641 Syracuse Way
Manager Elliott asked the Board for variance approving artificial turf for the backyard due to the contradicting governing documents. Upon motion duly made by Director Graves, seconded by Director Oge, upon vote and unanimously carried, the Board approved the variance as presented.

Manager Elliott mentioned another request for artificial turf but Management has not received the final documents from homeowner.

Further discussion followed on amending the guidelines prepared in 2018. Directors Jamroz and Graves will work with Management on drafting the sections of guidelines and sending to Legal Counsel for finalization.

MANAGEMENT ITEMS: None

OTHER BUSINESS:

Director Jamroz discussed drainage issues on the southern path and potential safety risk for homeowners. Director Jamroz will forward information to Management and Legal Counsel and add to August issue.

Director Graves inquired about the FAQ's to be added to August agenda.

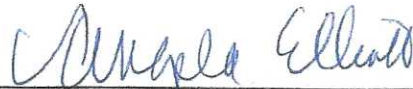
Director Baumgartner asked Homeowner Aul to share her concerns. She discussed the concerns of watering the weeds at the end of her street.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 2:37 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,



Secretary of the Board

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT

HELD: Thursday, May 12, 2022 @ 1:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Board of Directors of the Talon Pointe Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Jimmy Oge (excused absent)
Damon Brown
Emmanuel Graves
Anthony Jamroz
Justin Baumgartner

Also present: Angela Elliott and Don Cullen, Teleos Management, District Managers; Blair Dickhoner and Heather Hartung, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

Quorum was established and on behalf of the Board, District Manager Elliott called the meeting to order at 1:04 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 a quorum or to otherwise enable the Board to act.

PUBLIC COMMENT (please limit comments to 3 minutes)

Homeowners / members of the public were in attendance.. Ms. Hutchinson asked regarding the imposition of the operation fee. Accountant for the District suggested that comments/questions wait until after the financial report. Many of the questions would be

listed and explained at that time. Homeowners would be allowed to question comment after.

ELECTION OF OFFICERS:

Following discussion upon motion duly made, seconded, upon vote and unanimously carried, the following directors were elected to the following office:

Justin Baumgartner	President
Anthony Jamroz	Secretary
Emmanuel Graves	Treasurer
Damon Brown	Assistant Secretary
Jimmy Oge	Assistant Secretary

APPROVAL OF AGENDA

Upon motion duly made by Director Jamroz, seconded by Director Graves and unanimously carried, the Board approved the Agenda as presented.

Consider Approval of Minutes May 2, 2022, Special Meeting

After discussion, upon a motion duly made by Director Jamroz, seconded by Director Baumgartner and upon vote, motion unanimously carried, the Board approved the minutes as presented. It was noted that while these members did attend last meeting, they were NOT board members at time of meeting.

FINANCIAL MATTERS:

Mr. Weaver presented the March 31, 2022, financials. The fund balances as of the March 31, 2022, date: \$17,436 Operating Fund; \$1,334,214 Debt Service Fund; and, \$3,095,682 in the Capital Fund.

After discussion, upon a motion duly made by Director Graves, seconded by Director Brown and upon vote, motion unanimously carried, the Board accepted the March 31, 2022, financials presented.

LEGAL ITEMS:

No specific legal issues to discuss. Blair Dickhoner introduced Heather Hartung to board. She will assume the day-to-day role/tasks for legal counsel. Mr. Dickhoner will still be available, but Ms. Hartung will be primary contact moving forward.

DIRECTOR ITEMS:

Director Brown noted landscape and the number of trees throughout the community that are dead and or struggling. District Manager Elliot mentioned that trees are no longer under warranty. Management did acknowledge the previous board approved winter water and deep root fertilization to help existing trees and mitigate additional lose.

Tree replacement is noted and will be addressed but current budget restrictions is a major factor to replace trees.

Director Jamroz noted the high cost of water bills from last summer and asked if steps are being taken to alert the District prior to large leaks/waste. District Manager Cullen noted regularly scheduled conversations with new landscape irrigation tech to identify and adjust water usage.

It was also noted that Water Fountain will come online and that may have an impact as well. No measurable baseline has been established to date so this summer will be very telling regarding water usage for the future.

Director Graves asked if it were possible to video and record the District meetings. Ms. Hartung Hartung will send an email to board members discussion the pros and cons.

MANAGEMENT ITEMS:

a. Board meeting Schedule/dates and time

Manager Elliott asked the new board members if the dates and times are for the remaining meetings are suitable, although a special meeting can be held with notice.

Following discussion, upon motion made, seconded, upon vote and unanimously carried, the Boards changed the August 11, 2022, meeting date to August 22, 2022, at 5 p.m. and November Budget Hearing and Meeting dates is November 14, 2022 at 5 pm.

Manager also asked if any board members were interested in overseeing any specific areas of the community.

Attending Board members responded by offering to meet with and attend future landscape reviews, design review, and covenant issues. No specific committee dates set at this time. Manager Cullen will forward coordinate future requests as needed.

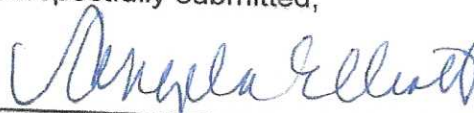
OTHER BUSINESS: None

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 2:55 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the special meeting of Talon Pointe Metropolitan District.

Respectfully submitted,



Secretary of the Board

RECORD OF PROCEEDINGS

**MINUTES OF THE JOINT SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF THE
TALON POINTE METROPOLITAN DISTRICT AND
TALON POINTE COORDINATING METROPOLITAN DISTRICT**

HELD: Monday, May 2, 2022 @ 4:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Boards of Directors of the Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Talon Pointe Metropolitan District
George Hanlon
Jimmy Oge
Don Summers
Kim Herman
Damon Brown

Talon Pointe Coordinating Metropolitan District
George Hanlon
Jimmy Oge
Don Summers
Kim Herman
Vacant

Also present: Angela Elliott and Don Cullen, Teleos Management, District Managers; Blair Dickhoner, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver and Rick Gonzales, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

On behalf of the Boards, Director Hanlon called the meeting to order at 4:06 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Mr. Dickhoner advised the Boards 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. 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 a quorum or to otherwise enable the Boards to act.

PUBLIC COMMENT (please limit comments to 3 minutes)

Mr. Baumgartner asked about damage to entry off Quebec. Manager Cullen reported to Public works.

APPROVAL OF AGENDA

Upon motion duly made by Director Herman, seconded by Director Summers, upon vote and unanimously carried, the Boards approved the Agenda as presented.

Consider Approval of Minutes April 27, 2022, Special Meeting

After discussion, upon a motion duly made by Director Summers, seconded by Director Oge, upon vote and unanimously carried, the Boards approved the minutes as presented.

FINANCIAL MATTERS:

None

DIRECTOR ITEMS:

None

LEGAL ITEMS:

a. Consider Approval of Revised Seventh Amendment to Indenture of Trust (TPMD) (enclosure).

Discussion followed on the revisions to the Seventh Amendment and change in Buyer from Century Communities as Builder to Hines Acquisitions as Master Developer.

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, upon vote and unanimously carried, the Board approved the Revised Seventh Amendment to the Indenture of Trust. Director Hanlon recused from voting due to conflicts of interest.

b. Consider Approval of Revised Infrastructure Construction, Acquisition and Reimbursement Agreement with Hines Acquisitions (TPMD) (enclosure)

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, the Board approved the Revised Infrastructure Construction, Acquisition and Reimbursement Agreement with Hines Acquisitions.

c. Consider Approval of Revised Fixed Fee and Tax Rate Agreement with Hines Acquisitions (TPCMD/TPMD) (enclosure)

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, the Board approved the Revised Fixed Fee and Tax Rate Agreement with Hines Acquisitions.

d. Consider Approval of Revised Series 2019B Reimbursement and Holdback Escrow Agreement with Hines Acquisitions, LLC (TPMD) (enclosure).

Mr. Dickhoner discussed with the Board that this Agreement is no longer needed.

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, upon vote and unanimously carried, the Board rescinded its prior approval

of the 2019B Reimbursement and Holdback Escrow Agreement with Century Communities and determined that a similar agreement with Hines Acquisitions was not needed.

e. Consider Approval and Providing Acknowledgement Regarding Revised Pre-Paid Fee Reimbursement and Escrow Agreement with Hines Acquisitions (TPMD) (enclosure).

Mr. Dickhoner discussed with the Board that this Agreement is no longer needed.

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, upon vote and unanimously carried, the Board rescinded its prior approval of the Pre-Paid Fee Reimbursement and Escrow Agreement with Century Communities and determined that a similar agreement with Hines Acquisitions was not needed.

MANAGEMENT ITEMS:

None

OTHER BUSINESS

None

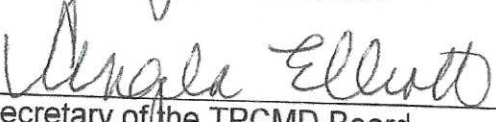
ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 4:25 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the joint special meeting of Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District.

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


Secretary of the TPMD Board


Secretary of the TPCMD Board

The foregoing minutes were approved by the Board of Directors on the 12th day of May, 2022.

**RECORD OF PROCEEDINGS
MINUTES OF THE JOINT SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF THE
TALON POINTE METROPOLITAN DISTRICT AND
TALON POINTE COORDINATING METROPOLITAN DISTRICT**

HELD: **Wednesday, April 27, 2022 @9:00 A.M. Mountain Time Via
teleconference**

ATTENDANCE

A special meeting of the Boards of Directors of the Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Talon Pointe Metropolitan District
George Hanlon
Jimmy Oge
Don Summers
Kim Herman
Damon Brown

Talon Pointe Coordinating District
George Hanlon
Jimmy Oge
Don Summers
Kim Herman
Vacant

Also present: Angela Elliott and Don Cullen, Teleos Management, District Managers; Blair Dickhoner, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

On behalf of the Board(s), Director Hanlon called the meeting to order at 9:03 a.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Mr. Dickhoner advised the Boards 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. 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 a quorum or to otherwise enable the Boards to act.

PUBLIC COMMENT (please limit comments to 3 minutes)

Homeowner Rolf had concerns about operations fee and mill levy.

Homeowner Graves inquired about where to obtain documentation supporting district budget.

Homeowner Walker discussed improvements in community and when district assumes responsibility.

Homeowner Melbey inquired about composition of board directors and status of water fountain.

Homeowner Mosher suggested water feature go to a vote of the homeowners whether it remains a fountain or not.

Director Brown inquired the use of the area where oil spill occurred.

APPROVAL OF AGENDA

Upon motion duly made by Director Oge, seconded by Director Summers, upon vote and unanimously carried, the Boards approved the Agenda as presented.

Consider Approval of Minutes February 9, 2022, Special Meeting

After discussion, upon a motion duly made by Director Hanlon, seconded by Director Summers, upon vote and unanimously carried, the Boards approved the minutes as presented.

FINANCIAL MATTERS:

a. Consider Adoption of Resolution Certifying District Eligible Costs (TPMD) (enclosure)

Discussion followed on the reimbursement to ELG on related landscaping and trails that will eventually be accepted by District.

Upon motion duly made by Director Oge, seconded by Director Herman, upon vote and carried, the Boards adopted the Resolution Certifying District Eligible Costs. Director Hanlon refrained from voting.

b. Review and Consider Approval of 2021 Audit Report (TPCMD/TPMD) (enclosure)

Mr. Weaver walked the Board through the draft audit for 2021.

Following discussion, upon motion duly made by Director Hanlon, seconded by Director Oge, upon vote and unanimously carried, the Boards accepted the 2021 Audit Report subject to final opinion and legal review.

DIRECTOR ITEMS: None

LEGAL ITEMS:

a. Consider Approval of Seventh Amendment to Indenture of Trust (TPMD) (enclosure)

Following discussion, upon motion duly made by Director Hanlon, seconded by Director Oge, upon vote and unanimously carried, the Boards approved the Seventh Amendment to the Indenture of Trust.

b. Consider Providing Directive to Board President and District Accountant to Execute the Residential Sale Certificate (TPMD) (enclosure)

Following discussion, upon motion made by Director Oge, seconded by Director Hanlon, upon vote and unanimously carried, the Boards directed Board President and District Accountant to execute the Residential Sale Certificate once criteria are satisfied.

c. Consider Approval of Infrastructure Construction, Acquisition and Reimbursement Agreement (TPMD) (enclosure)

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, the Boards approved the Infrastructure Construction, Acquisition and Reimbursement Agreement.

d. Consider Approval of Fixed Fee and Tax Rate Agreement (TPMD) (enclosure)

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, the Boards approved the Fixed Fee and Tax Rate Agreement.

e. Consider Approval of Series 2019B Reimbursement and Holdback Escrow Agreement (TPMD) (enclosure)

Following discussion, upon motion duly made by Director Summers, seconded by Director Oge, upon vote and unanimously carried, the Boards approved the 2019B Reimbursement and Holdback Escrow Agreement. Director Hanlon recused from voting due to conflicts of interest.

f. Consider Approval and Providing Acknowledgement Regarding Pre-Paid Fee Reimbursement and Escrow Agreement (TPMD) (enclosure)

Following discussion, upon motion made Director Oge, seconded by Director Hanlon, upon vote and unanimously carried, the Boards approved and acknowledged the Pre-Paid Fee Reimbursement and Escrow Agreement. Director Hanlon recused from voting due to conflicts of interest.

MANAGEMENT ITEMS:

Manager discussed the upcoming meeting to be held on May 12, 2022 at 1:00 pm, via videoconferencing.

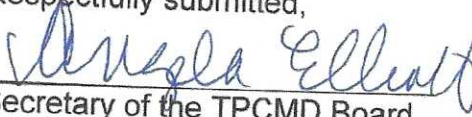
OTHER BUSINESS

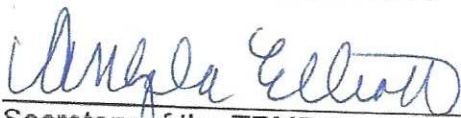
ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 10:15 a.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the joint special meeting of Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District.

Respectfully submitted,


Secretary of the TPCMD Board


Secretary of the TPMD Board

RECORD OF PROCEEDINGS

MINUTES OF THE JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE TALON POINTE METROPOLITAN DISTRICT AND TALON POINTE COORDINATING METROPOLITAN DISTRICT

HELD: Wednesday, February 9, 2022 @1:00 P.M. Mountain Time Via
teleconference

ATTENDANCE

A special meeting of the Boards of Directors of the Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Talon Pointe Metropolitan District
George Hanlon
Jimmy Oge
Don Summers
Kim Herman
Vacant

Talon Pointe Coordinating Metropolitan District
George Hanlon
Jimmy Oge
Don Summers
Kim Herman
Vacant

Also present: Angela Elliott and Don Cullen, Teleos Management, District Managers; Blair Dickhoner, White Bear Ankele Tanaka & Waldron, District Counsel; Eric Weaver, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

On behalf of the Boards, Director Hanlon called the meeting to order at 1:07 p.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Mr. Dickhoner advised the Boards 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. 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 a quorum or to otherwise enable the Boards to act.

RECORD OF PROCEEDINGS

Talon Pointe Metropolitan District

Talon Pointe Coordinating Metropolitan District

February 9, 2022

PUBLIC COMMENT (please limit comments to 3 minutes)

Victoria Woods – voiced concerns about current condition of trees within community, streets were not being plowed, she stated that she was told that there wouldn't be an HOA fee, wants to examine a recall of board members

Emmanuel Graves – water feature not working, believes that there is a breach of contract, budget provided does not list specific details to examine exactly where district money is being spent

Anthony Jamroz – concerns that communication is lacking, complaint about contractors showing up to his property and entering his private property (tree service, winter water and deep root fertilization performed on his front yard tree)

Justin Baumgartner – voiced concerns with streetlights (may pose a security issue) discussion of adding more lights (another homeowner commented that security lights should be allowed to be installed)

APPROVAL OF AGENDA

Upon motion duly made by Director Herman, seconded by Director Sommers and unanimously carried, the Boards approved the Agenda as presented.

CONSIDER APPROVAL OF MINUTES JANUARY 26, 2022, SPECIAL MEETING

After discussion, upon a motion duly made by Director Oge, seconded by Director Herman and vote, motion is unanimously carried, the Boards approved the minutes as presented.

FINANCIAL MATTERS

No action taken.

DIRECTOR MATTERS

a. Consider/Review Quotes for 2022 Landscape Services

Following review and discussion, upon motion duly made by Director Herman, and seconded by Director Hanlon, upon vote and unanimously carried, the Board awarded the 2022 Landscape Services contract to Grounded Lawn Services.

b. Consider Approval of Appointment to the Board of Talon Pointe Metropolitan District

Director Hanlon introduced Talon Pointe homeowner Mr. Damon Brown. Mr. Brown has submitted a request to fill the open board seat for the remainder of the term (May 2022).

RECORD OF PROCEEDINGS

Talon Pointe Metropolitan District

Talon Pointe Coordinating Metropolitan District

February 9, 2022

After the introduction, Director Hanlon made a motion to appoint Mr. Brown to the TPMD Board of Directors. Director Sommers seconded motion, and upon vote, motion was unanimously carried.

LEGAL ITEMS

a. District 101 Presentation

Mr. Dickhoner, White Bear Ankele Tanaka & Waldron, District Counsel, provided a PowerPoint Presentation summarizing District matters, outlining the qualifications, roles, and responsibilities of the board members.

Mr. Dickhoner, White Bear Ankele Tanaka & Waldron, District Counsel reiterated that the deadline for self-nominations to be submitted for the May 2022 elections is February 25, 2022.

MANAGEMENT MATTERS

No discussion on management matters and no action taken.

OTHER BUSINESS

Homeowners requested additional conversation regarding the status of the previously approved Operations Fee.

Director Summers asked board members and legal counsel if the fee could be suspended temporarily to allow new board members (post May Election) to review and vote up or down on the Operations Fee.

Director Summers asked board members and legal counsel if payments were NOT paid by due date if NO ACTION would be taken against homeowners while review of fee would be considered under new board May 2022.

Mr. Dickhoner, legal representative stated that the Operations Fee was already approved and invoices have gone out. Any non-payment would need to be enforced in accordance with the fee collections policy and statutory requirements.

Director Summers asked if there was an option to hold received funds in a separate account in the event the new board voted down previously approved operating funds.

Mr. Weaver, District Accountant, stated that the first quarter notifications have already been sent and the second quarter fee notifications would be sent April 1st all before the May 3rd election. However, the task of holding fees (setting aside funds) that are received, could be placed in a separate account during review process.

RECORD OF PROCEEDINGS

Talon Pointe Metropolitan District

Talon Pointe Coordinating Metropolitan District

February 9, 2022

Mr. Cullen noted of the estimated 151 current homeowners, approximately 67 homeowners have already paid their assessment. Due date for the Operations Fee is March 10, 2022.

Director Herman expressed concerns about the ability to pay existing incoming operations bills. Current operations may not be viable without operations fee. Director Oge agreed, also expressed concern that operations funds are intended/needed to meet the current expenses identified in the 2022 budget.

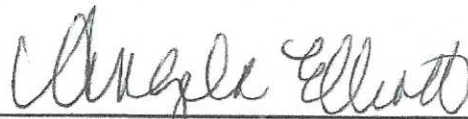
A motion was made by Director Summers and seconded by Director Hanlon to suspend the previously approved Operations Fee. Director Herman and Director Oge voted against such action. Motion to suspend previously approved Operations Fee failed to pass because a majority of the Board did not vote in favor.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 3:07 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the joint special meeting of Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District.

Respectfully submitted,



Secretary of the Boards TPCMD and TPMD

RECORD OF PROCEEDINGS
MINUTES OF THE JOINT SPECIAL MEETING
OF
THE BOARDS OF DIRECTORS OF THE
TALON POINTE METROPOLITAN DISTRICT
AND TALON POINTE COORDINATING METROPOLITAN DISTRICT

HELD: Wednesday, January 26, 2022, at 10:00 a.m. Via
Teleconference

ATTENDANCE

A special meeting of the Boards of Directors of the Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

George Hanlon
Jimmy Oge
Don Summers
Kim Herman

Also present: Angela Elliott and Don Cullen, Teleos Management, District Managers; Blair Dickhoner, White Bear Ankele Tanaka & Waldron, District Counsel; Rick Gonzales and Eric Weaver, Marchetti & Weaver, LLC, District Accountants; and members of the public.

CALL TO ORDER

On behalf of the Boards, Director Hanlon called the meeting to order at 10:10 a.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Mr. Dickhoner advised the Boards 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. 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 a quorum or to otherwise enable the Boards to act.

RECORD OF PROCEEDINGS
Talon Pointe Metropolitan District
Talon Pointe Coordinating Metropolitan District
January 26, 2022

PUBLIC COMMENT

Julie King – concerns about operations fee, received notice in December 2021 wants to know how long this fee will be enforced.

Anthony Jamroz – new resident was unaware of meetings (time dates) concerned with high landscape costs, suggested change in type of landscape more drought tolerant plants use less water, concerned that new fees may now be added, was told by sales that no HOA fee would be applied

Steffen Borgwardt – suggested meeting times be changed to allow homeowners to join (after 5pm start) request more eblast and for emails to be verified, not getting emails, better updates on the website, more clarity with documents (budgets, meeting minutes, agendas, etc.)

Desiree Nickerson - lived in neighborhood since 2019 and never received anything. Water fountain does not work, communication is rough and would like to see the breakdown for the fees. Cars have been broken in recently.

Mark Archuleta – concerns with transparency and decision to impose fees.

Julia Weissmann – not happy with transparency

Emmanuel Graves – displayed his closing documents and would like to understand districts better

Kayla Rakes – moved in 2019- lack of transparency, taxes are high and watering in the middle of the day

James Tayler – several questions on terminating the district and voting out the board

John Berry – moved in a few months ago and didn't know there would be fees

Patty Mosher – discussed high taxes

Nancy Do – asked for the list of concerns and will it be emailed or on the website

Similar complaints regarding lack of transparency, snow removal, notifications need to be sent to homeowner directly, Was never told that a fee would be added and sales office said no HOA fees was a selling point, water fountain not working, trash in park,

APPROVAL OF AGENDA

Upon motion duly made by Director Herman, seconded by Director Oge and unanimously carried, the Boards approved the Agenda as presented.

Consider approval of the minutes of November 11, 2021 special meeting

Upon motion duly made by Director Don Summers, seconded by Director Jimmy Oge, and unanimously carried, the Boards approved the Meeting Minutes as presented.

FINANCIAL MATTERS:

a. Review and ratify payment of claims. Mr. Weaver presented the payables, as of January 21, 2022, in the amount of \$163,344.65 for TPCMD and \$7000 for TPMD.

RECORD OF PROCEEDINGS
Talon Pointe Metropolitan District
Talon Pointe Coordinating Metropolitan District
January 26, 2022

Mr. Weaver explained the Talon Pointe Metro District generates the revenue and then transferred to Talon Point Coordinating Metro District. Valuations of homes are two years behind.

Mr. Weaver further discussed the mill levy.

Following discussion, upon a motion duly made and seconded, the Board unanimously ratified and approved the payables.

b. Financial Statements. Mr. Weaver presented the TPCMD December 31, 2021 unaudited financial statements to the Board for consideration.

Following discussion, upon a motion duly made Director Summers and seconded by Director Herman, the Board unanimously accepted the unaudited financial statements.

Mr. Weaver presented the TPMD December 31, 2021, unaudited financial statements to the Board for consideration.

Following discussion, upon a motion duly made by Director Hanlon and seconded by Director Oge, the Board unanimously accepted the unaudited financial statements.

c. Acceptance of Talon Pointe Metropolitan District 2020 Audit
Following discussion, upon motion duly made by Director Herman, seconded by Director Summers, upon vote and motion carried, the Board accepted the 2020 TPMD Audit.

Director Items

a. Consider Approval of Talons View Subdivision – Amendment No. 2, replat of Lot 13, Block 6 and Tract E

Following discussion, motion made by Director Oge, and Seconded by Director Summers, (Director Herman abstained) upon vote motion carried, the Board approved the Talons View Subdivision – Amendment No. 2, replat of Lot 13 Block 6 and Tract E.

b. Consider / review quotes for 2022 Landscape Service (BrightView, Keesen, Schultz)
The Board deferred.

LEGAL MATTERS

a. Approval of Sixth Amendment to 2019B Indenture of Trust between the District and UMB Bank, N.A. Mr. Dickhoner discussed the City has not approved the plans and will not be approved as of January 31, 2022, and the Sixth Amendment extends the deadline

RECORD OF PROCEEDINGS

Talon Pointe Metropolitan District
Talon Pointe Coordinating Metropolitan District
January 26, 2022

to March 31, 2022. Following discussion, upon motion duly made by Director Summers and seconded by Director Hanlon, upon vote and unanimously carried, the Sixth Amendment to 2019B Indenture of Trust between Talon Pointe Metropolitan District and UMB Bank, N.A. was approved and the Board directed Mr. Dickhoner to work with bond counsel to finalize the extension.

MANAGEMENT MATTERS:

- a. Management Report – there were no questions asked of the management company pursuant to their report
- b. Arvada Pump Co update Water Fountain – the summary was sent to the Board for review – no questions were asked


OTHER BUSINESS

ADJOURNMENT

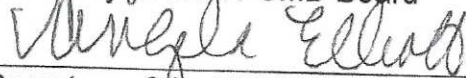
There being no further business to come before the Boards, the meeting was adjourned at 12:12 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and were approved by the Boards of Directors of the joint special meeting of Talon Pointe Metropolitan District and Talon Pointe Coordinating Metropolitan District.

Respectfully submitted,



Secretary of the TPCMD Board



Secretary of the TPMD Board