

**MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
MUEGGE FARMS METROPOLITAN DISTRICT NO. 1 (THE “DISTRICT”)  
HELD MAY 15, 2025**

A regular meeting of the Board of Directors of the Muegge Farms Metropolitan District No. 1 (referred to hereinafter as the “Board”) was convened on Thursday, May 15, 2025, at 9:00 a.m. by Zoom video/telephone conference. The meeting was open to the public.

**ATTENDANCE**

**Directors In Attendance Were:**

James E. Marshall  
John P. Vitella  
Brandon S. Wyszynski  
Randy Bauer  
Alex Shull

**Also In Attendance Were:**

AJ Beckman, Justin Janca, and Ryan Stevens; Public Alliance, LLC  
Suzanne Meintzer, Esq. and Eric Trout, Esq., McGeady Becher Cortese Williams P.C.  
Eric Weaver and James Schultz; Marchetti & Weaver, LLC  
Ross Gallatin; Oakwood Homes

**ADMINISTRATIVE MATTERS**

**Disclosures of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. Attorney Meintzer noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors except Director Shull, who is a resident of the District, and no additional conflicts were disclosed at the meeting.

**Quorum/Confirmation of Meeting Location/Posting of Notice:** Mr. Beckman confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. Following discussion, and upon motion duly made by Director Marshall, seconded by Director Wyszynski, and upon vote unanimously carried, it was determined to conduct the meeting at the above-stated date, time and location. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District’s boundaries have been received.

## RECORD OF PROCEEDINGS

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**Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Marshall, seconded by Director Wyszynski, and upon vote unanimously carried, the Board approved the Agenda.

**2025 Special District Association (“SDA”) Annual Conference:** The Board considered authorizing interested Board members to attend the 2025 SDA Annual Conference in Keystone, scheduled for September 16–18. Following discussion, upon motion duly made by Director Marshall, seconded by Director Bauer, and upon vote unanimously carried, the Board authorized Director Shull to attend the conference.

**April 10, 2025 Meeting Minutes:** The Board reviewed and considered approval of the minutes from the April 10, 2025 special meeting. Following discussion, upon motion duly made by Director Marshall, seconded by Director Bauer, and upon vote unanimously carried, the Board approved the minutes from the April 10, 2025 special meeting.

**May 6, 2025 Regular Director’s Election:** Mr. Beckman noted for the Board that the May 6, 2025 Regular Director’s Election was cancelled, as allowed by statute, given that there were fewer candidates than positions available. Directors Marshall, Vitella and Shull were deemed elected to four-year terms ending May 2029 and Director Bauer was deemed elected to a two-year term ending May 2027.

**Appointment of Officers:** Following discussion, upon motion duly made by Director Bauer, seconded by Director Marshall, and upon vote unanimously carried, the following slate of officers were appointed for the District:

President:	James E. Marshall
Treasurer:	John P. Vitella
Assistant Secretary:	Brandon S. Wyszynski
Assistant Secretary:	Randy Bauer
Assistant Secretary:	Alex Shull
Secretary:	AJ Beckman (non-elected)

### **PUBLIC COMMENTS**

There were no public comments.

### **FINANCIAL MATTERS**

**Claims:** Mr. Weaver reviewed the payment of claims for ratification and/or approval in the amount of \$3,156.88 for the period ending May 15, 2025 with the Board. Following review, upon motion duly made by Director Bauer, seconded by Director Wyszynski and, upon vote, unanimously carried, the Board ratified approval of the payment of claims in the amount of \$3,156.88 for the period ending May 15, 2025.

## RECORD OF PROCEEDINGS

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**Unaudited Financial Statements:** Mr. Weaver reviewed the unaudited financial statements for the period ending March 31, 2025 with the Board. Following discussion, upon motion duly made by Director Marshall, seconded by Director Bauer and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2025.

**2024 Audit:** Mr. Weaver reviewed the draft 2024 audit with the Board and noted that the auditor issued a clean opinion.

Following discussion, upon motion duly made by Director Marshall, seconded by Director Bauer and, upon vote, unanimously carried, the Board ratified engagement of McMahan and Associates, LLC for preparation of the 2024 Audit.

Following additional discussion, upon motion duly made by Director Marshall, seconded by Director Bauer and, upon vote, unanimously carried, the Board approved the 2024 Audit, subject to final legal review and authorized execution of the Representations Letter.

### **COVENANT ENFORCEMENT AND OPERATIONS AND MAINTENANCE MATTERS**

**Other:** Mr. Beckman and Mr. Janca provided an update to the Board on covenant enforcement and maintenance matters.

### **CONSTRUCTION AND CAPITAL MATTERS**

**Status of Construction and Detention Pond Construction:** Director Marshall provided an update on the construction of Muegge Way, noting that the Development Agreement for the Muegge Way improvements was anticipated to be with the Town, Muegge Farms Metropolitan District No. 4 (“District No. 4”), the Developer MGV Investments, LLC, and the property owner Muegge Farms, LLC Attorney Meintzer noted that if the District will be constructing the Muegge Way improvements, it would need to engage a project manager for the bidding phase and construction oversight, but if District No. 4 would be constructing the Muegge Way improvements, then District No. 4 would be in charge of selecting a project manager. Following discussion, upon motion duly made by Director Bauer, seconded by Director Vitella and, upon vote, unanimously carried, the Board authorized the engagement of Mr. Kirst from Tahoe Consulting, LLC as Project Manager, if needed.

Mr. Gallatin reported that Phase 4B is currently under construction, including installation of wet utilities, roads, and dry utilities. Irrigation systems are being installed in public areas. He also noted that revised plans for Phase 4A (Pocket Park) were received last week, with grading expected to begin next week. Completion of Phase 4A is anticipated within two months.

Mr. Gallatin stated that efforts are underway to secure a contractor to clean out sediment in the detention pond. Once this is complete, seeding and vegetation reestablishment work will be performed.

## RECORD OF PROCEEDINGS

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The Board noted that Director Bauer would be discussing irrigation water with the Town of Bennett the following week.

**Letter to Town of Bennett Regarding Tract J:** The Board discussed and considered ratification of the letter to the Town of Bennett regarding the District's acknowledgment of operation and maintenance responsibility for Tract J (detention pond). Attorney Meintzer noted that the District has the authority and responsibility to maintain Tract J in accordance with applicable agreements and regulations. Following discussion, upon motion duly made by Director Bauer, seconded by Director Marshall and, upon vote, unanimously carried, the Board approved ratification of the letter.

**Other:** There were no other construction or capital matters to discuss at this time.

### **LEGAL MATTERS**

**District Fees and Resolution Regarding Imposition of First Amended and Restated District Fees:** The Board entered into discussion regarding the need to update the District's fees to reflect current costs and operational needs and considered adoption of a Resolution Regarding the Imposition of First Amended and Restated District Fees. Mr. Beckmann reported ongoing discussions with Oakwood Homes. Approval of fee arrangements was deferred to a future meeting.

### **OTHER BUSINESS**

**Quarterly Meetings:** The Board discussed the possibility of scheduling quarterly meetings. No formal action was taken. It was noted that the District may need to hold a special meeting prior to the next regular meeting in November.

**Other:** There was no other business to discuss at this time.

### **ADJOURNMENT**

Following discussion and review, upon a motion duly made by Director Marshall, seconded by Director Bauer and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

DocuSigned by:  
By A. J. Beckman  
Secretary for the Meeting