

**MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 1 AND
BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 2
HELD
MARCH 8, 2023**

A joint special meeting of the Boards of Directors (referred to hereafter as the “Boards”) of the Beebe Draw Farms Metropolitan District No. 1 (“District No. 1”) and Beebe Draw Farms Metropolitan District No. 2 (“District No. 2”); collectively referred to hereafter as the “Districts”) was convened on Wednesday, the 8th day of March 2023, at 5:00 P.M. This meeting was a hybrid meeting held via Microsoft Teams and at the Sales & Info Center, 16502 Beebe Draw Farms Pkwy., Platteville, CO, 80651. The meeting was open to the public.

ATTENDANCE

Directors In Attendance for District No. 1 Were:

William Caldwell, President
Brenda Lewis, Vice President
Catrena Rosentreader, Secretary
Sharon Dillon, Treasurer
Eric Wernsman, Assistant Secretary

Directors In Attendance for District No. 2 Were:

Christine Hethcock, President
Diane Mead, Treasurer
Paul Joseph Knopinski, Assistant Secretary

The Directors in attendance confirmed their qualifications to serve.

Also In Attendance Were:

Lisa Johnson and Shauna D’Amato; CliftonLarsonAllen LLP
Ron Fano, Esq.; Spencer Fane LLP
MaryAnn McGeady, Esq., Erica Montague, Esq., and Suzanne Meintzer, Esq.;
McGeady Becher, P.C.
Anna Wool, Esq.; Icenogle Seaver Pogue P.C.

Members of the Public in Attendance:

Tina Wernsman, Dave Miller, Jo Majors, Crystal Clark, Kim Coleman, Kelly Deitman, Ed Farrell, Ethan Peer, Patty Caldwell, Judy Tunis, Cindy Billinger, Denise Carlton, Sam Carlton, Kim Caldwell, and Betty Tookes

**ADMINISTRATIVE
MATTERS**

Disclosures of Potential Conflicts of Interest: The Boards discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Ms. Johnson requested members of the

Boards to disclose any potential conflicts of interest regarding 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 the statute.

Agenda: The meeting was called to order. The agenda was presented to the Boards for review. Following discussion, upon motion duly made by Director Caldwell, seconded by Director Lewis and, upon vote, unanimously carried, the District No. 1 Board approved the agenda as presented.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Mead and, upon vote, unanimously carried, the District No. 2 Board approved the agenda as presented.

Quorum, Location of Meeting and Posting of Meeting Notices: Ms. Johnson confirmed a quorum, adequate location of the meeting, and noted that meeting notices were posted as required.

PUBLIC COMMENT

Ed Farrell, member of the public, reported that earlier this week he had conversations with the State of Colorado regarding potential additional grant opportunities. One of the grant opportunities would allow the State to waive the Districts' contributions related to broadband services. Additionally, Hilltop met with other departments within the State on additional grant opportunities.

**LEGAL
MATTERS**

Broadband Project:

Schedule and Action Items to Implement Broadband Project:

May 2023 Election Schedule: Attorney McGeady presented a draft election schedule to the Boards. The Boards directed their respective legal counsel to implement the schedule presented.

Term Sheet for Second Amendment to the Authority Establishment Agreement: Attorney McGeady presented the term sheet to the Boards. The Board discussed and recommended revisions. The Boards directed their respective legal counsel to continue to work together on the term sheet (memorandum of intent) and specifically discussed desired terms for the payment of attorneys' fees and costs related to the broadband project.

45 Day Notice to Weld County of Intent to Proceed with Broadband Project (to be delivered if all of District 1 and District 2 Election Questions Pass): Attorney McGeady presented the draft 45 Day Notice to the Boards.

Following discussion, upon a motion duly made by Director Knopinski, seconded by Director Mead and, upon vote,

unanimously carried, the District No. 2 Board directed legal counsel to finalize the 45 Day Notice and transmit it to the Board of County Commissioners, if all the election questions pass.

Following discussion, upon a motion duly made by Director Dillon, seconded by Director Lewis and, upon vote, unanimously carried, the District No. 1 Board directed legal counsel to finalize the 45 Day Notice and transmit it to the Board of County Commissioners, if all the election questions pass.

Direction to Staff Regarding the Contract Terms with Hilltop for Broadband Extension to Filing 1: This item will be discussed in the Beebe Draw Farms Authority Board meeting immediately following.

OTHER MATTERS

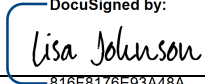
Additional Work Session / Special Meetings: The Boards discussed scheduling the next meeting on May 10, 2023.

ADJOURNMENT

There being no further business to come before District No. 1 Board at this time, upon a motion duly made by Director Caldwell, seconded by Director Dillon, and upon vote, unanimously carried, the District No. 1 Board adjourned the meeting at 6:00 p.m.

There being no further business to come before the District No. 2 Board at this time, upon a motion duly made by Director Knopinski, seconded by Director Mead, and upon vote, unanimously carried, the District No. 2 Board adjourned the meeting at 6:00 p.m.

Respectfully submitted,

By 
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 Secretary for the Meeting