

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

GATEWAY TO FREDERICK METROPOLITAN DISTRICT
NOS. 1-6

Held: April 29, 2025, at 8:30 A.M., *via* teleconference

ATTENDANCE

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

Kent P. Nelson
Dirk Walker
Tracy Schmitt

Also present were: Erin Stutz, Esq., , WHITE BEAR ANKELE TANAKA & WALDRON, District general counsel; and Diane Wheeler, Simmons & Wheeler, District Accountant.

**ADMINISTRATIVE
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and
Confirmation of Director
Qualifications

Ms. Stutz noted that a quorum for each of the Boards of District Nos. 1, 2, 3, 4, 5 and 6 were present and that the directors had confirmed their qualification to serve.

Combined Meetings

The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Gateway to Frederick Metropolitan District Nos. 1, 2, 3, 4, 5 and 6, collectively.

Reaffirmation of Disclosures
of Potential or Existing
Conflicts of Interest

Ms. Stutz advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Stutz reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Stutz noted that a quorum was present and inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were

noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Agenda

Ms. Stutz presented the Boards with the agenda for the meeting. Upon motion of Mr. Nelson, seconded by Ms. Schmitt, the Boards unanimously approved the agenda as presented.

PUBLIC COMMENT

None.

CONSENT AGENDA

Ms. Stutz reviewed the items on the consent agenda with the Boards. Ms. Stutz advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. The Engagement Letters for 2024 Audit Services (District Nos. 1 & 2) was moved from the consent agenda. Upon motion of Ms. Schmitt, seconded by Mr. Walker, the Boards unanimously approved, ratified, and adopted:

- Minutes from the November 6, 2024 Joint Special Meeting
- Minutes from the January 24, 2025 Joint Special Meeting
- Payment of Claims (January 20, 2025 - April 29, 2025)(\$3,262.59)
- 2024 Audit Exemption Applications for District Nos. 3-6
- Engagement Letter with Hamre, Rodriguez, Ostrander, & Prescott, P.C. for Oil and Gas Legal Services

DIRECTOR MATTERS

Consider Appointment of Director

The Boards discussed the appointment of Laurel Nelson to the Boards. Upon motion of Ms. Schmitt, seconded by Mr. Walker, the Boards unanimously appointed Laurel Nelson to the Boards.

Consider Election of Officers

The Boards discussed the election of officers to the Boards. Upon motion of Mr. Nelson, seconded by Ms. Schmitt, the Boards unanimously elected Ms. Schmitt as President and Mr. Walker as Treasurer/Secretary.

LEGAL MATTERS

Discuss Website Remediation Inventory

Ms. Stutz presented the Boards with the Website Remediation Inventory. Upon motion of Mr. Walker, seconded by Ms. Schmitt, the Boards unanimously approved remediating all statutorily required documents and agendas for the recommended two years, and removing all other documents.

Discuss Status of May 6, 2025 Election Ms. Stutz reported to the Boards that the May 6, 2025 Election has been cancelled.

Discuss 5.25 Limitation and TABOR for November 4, 2025 Election The Boards discussed the 5.25 Limitation and TABOR for November 4, 2025 Election. The Boards determined to defer the matter until next year.

DEVELOPMENT MATTERS

General Update on Development Status Mr. Walker noted that the property has a prospective buyer, and they are targeting an end of year closing.

OTHER BUSINESS

Discuss the Engagement Letters for 2024 Audit Services (District Nos. 1 & 2) Ms. Wheeler noted she will provide the Engagement Letters for 2024 Audit Services (District Nos. 1 & 2) once received. Upon motion of Mr. Schmitt, seconded by Mr. Walker, the Boards unanimously appointed Ms. Schmitt to review and approve 2024 Audit Engagement Letters.

Discuss Oil and Gas Revenue Mr. Walker requested an update on oil and gas revenue. Ms. Wheeler presented the status of the same.

Next Meeting The Districts’ next regular meeting is scheduled for November 5, 2025, at 10:00 A.M.

ADJOURNMENT

There being no further business to be conducted, the meeting was adjourned.

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

Dirk Walker

Dirk Walker (Nov 6, 2025 09:27:33 MST)

Secretary for the Meeting