

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
FALCON HIGHLANDS METROPOLITAN DISTRICT
HELD
MARCH 27, 2023

A special meeting of the Board of Directors of the Falcon Highlands Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, March 27, 2023, at 5:30 p.m. The District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Tonia Joyner, President (arrived at 5:34 p.m.)
Timothy Dickey, Secretary
Kevin Haas, Treasurer

Also, In Attendance Were:

Josh Miller and Korben Heim; CliftonLarsonAllen, LLP
Barbara Vander Wall, Esq.; Seter & Vander Wall, P.C.

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Upon a motion duly made by Director Haas, seconded by Director Dickey and, upon vote, unanimously carried, the Board called the meeting to order at 5:33 p.m.

The Board reviewed the agenda for the meeting. Following discussion, and upon a motion duly made by Director Haas, seconded by Director Dickey and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Quorum, Director Qualifications, Disclosure Items: It was noted that a quorum of the Board was present. The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested 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 statute. It was noted by Ms. Vander Wall that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors; no additional conflicts were disclosed.

CONSENT AGENDA

March 20, 2023 Special Board Meeting Minutes: Following review and discussion, upon a motion duly made by Director Haas, seconded by Director Dickey and, upon vote, unanimously carried, the Board approved

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the March 20, 2023 special Board meeting minutes, as presented.

LEGAL MATTERS

Update Regarding Proposed IGA with Woodman Hills Metropolitan District (WHMD): Mr. Miller provided the Board with an update regarding numbers for the Intergovernmental Agreement with Woodmen Hills Metropolitan District. Discussion ensued regarding the high quality of Woodmen Hills service and the Board's appreciation for finding a way to proceed with the Intergovernmental Agreement.

Following review and discussion, and upon a motion duly made by Director Dickey, seconded by Director Joyner and, upon vote, unanimously carried, the Board approved the Intergovernmental Agreement with Woodmen Hill Metropolitan District, as modified.

Other: None.

EXECUTIVE SESSION

Executive session pursuant to Section 24-6-402(4)(a), (b) and (e), C.R.S. regarding the receipt of legal advice related and matters subject to negotiation in (1) IGA with Woodmen Hills Metro District; and (2) the purchase, acquisition, transfer or sale of real property and/or water rights, and the development of negotiating positions: Executive Session was not needed.

Other: None.

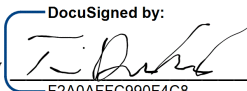
OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Dickey, seconded by Director Haas and, upon vote, unanimously carried, the Board adjourned the meeting at 5:44 p.m.

Respectfully submitted,

By  _____
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Secretary