

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
FALCON HIGHLANDS METROPOLITAN DISTRICT
HELD
JUNE 29, 2022

A special meeting of the Board of Directors of the Falcon Highlands Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, June 29, 2022, 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
Timothy Dickey
Kevin Haas, Treasurer

Also, In Attendance Were:

Josh Miller, Korben Heim and Carrie Bartow; CliftonLarsonAllen, LLP
Jeffery Erb, Esq., JErB Law, LLC; and Barbara Vander Wall, Esq.; Seter & Vander Wall, P.C.

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Joyner called the special meeting of the Board of Directors of the Falcon Highlands Metropolitan District to order at 5:48 p.m.

The Board reviewed the agenda for the meeting. Following discussion, and upon a motion duly made by Director Haas, seconded by Director Joyner and, upon vote, unanimously carried, the Board approved to amend the agenda to include an item regarding the signing authority for banking information.

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 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. It was noted by Attorney Vander Wall that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Public Comment: None.

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LEGAL MATTERS

Seter & Vander Wall, PC Law Firm or Switch to Erb Law, LLC: The Board was advised that Jeffrey Erb had left employment with Seter & Vander Wall, P.C. and started his firm, Erb Law, LLC. Director Haas requested to hear from both Attorney Vander Wall and Attorney Erb regarding their anticipated way forward with various legal items and other District functions.

Following discussion, and upon a motion duly made by Director Haas, seconded by Director Joyner and, upon vote, carried by a two to one vote, the Board approved to retain Seter Vander Wall P.C. for legal counsel of the District.

Third Amendment to Settlement Agreement Regarding Extension of Time Through September 30, 2022: Upon a motion duly made by Director Haas, seconded by Director Joyner and, upon vote, unanimously carried, the Board approved the Third Amendment to Settlement Agreement Regarding Extension of Time Through September 30, 2022.

Signing Authority to Each Board Member in Their Roles as Officers of the District Board: Upon a motion duly made by Director Haas, seconded by Director Joyner and, upon vote, unanimously carried, the Board approved the resolution regarding Signing Authority acknowledging each Board member in their respective roles as Officers of the District Board.

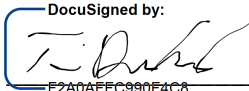
OTHER

Other: Mr. Miller suggested to cancel the next regular meeting and reconvene at the regularly scheduled August meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Joyner, seconded by Director Dickey and, upon vote, unanimously carried, the Board adjourned the meeting at 7:02 p.m.

Respectfully submitted,

By  _____
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Secretary