

**MINUTES OF A COMBINED SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
FITZSIMONS VILLAGE METROPOLITAN DISTRICTS NOS. 1-3
HELD
JANUARY 11, 2023**

A special meeting of the Boards of Directors of the Fitzsimons Village Metropolitan Districts Nos. 1-3, County of Arapahoe (referred to hereafter as the “Board”) was convened on Wednesday, January 11, 2023 at 1:30 p.m. The Districts’ Board meeting was held and properly noticed to be held via video enabled web conference. The meeting was open to the public via telephone and videoconference.

Directors In Attendance Were:

Suzanne Schlicht, President
Brittanny Havard, Treasurer
Bob Dapper, Assistant Secretary (MD No.1 and 2)

Director Ratner was absent and excused.

There are two vacancies on each of the Boards.

Also In Attendance Were:

Brenden Desmond; Spencer Fane LLP
Nicholas Carlson, Anna Jones, and Carrie Beacom; CliftonLarsonAllen LLP
 (“CLA”)
Keely Matson: Michael Baker International
Tom Banta; Corporex
Shelby Fania and Emanuel Martinez; Children’s Hospital

**ADMINISTRATIVE
MATTERS**

Call to Order/Disclosure of Potential Conflicts of Interest: Director Schlicht called the meeting to order at 1:31 p.m.

Attorney Desmond 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 Boards 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 Boards’ members prior to this meeting in accordance with statute. It was noted that the disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors as required by statute. No new conflicts were disclosed.

Quorum/Meeting Location/Approve Agenda: A quorum was confirmed. It was noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by any interested person were received.

Following review and discussion, upon a motion duly made by Director Schlicht, seconded

by Director Havard and, upon vote, unanimously carried, the Boards approved the combined agenda, as amended to include bridge contractor repair updates, Children's hospital request for bridge and elevator security measures and discussion on light repair.

Public Comment: None.

Children's Hospital Request for Bridge/Elevator Security Measures: Mr. Martinez and Ms. Fania from Children's Hospital discussed the activities in the bridge that have been problematic. They indicated they would like to enhance security on the bridge and elevators from 7am- 7pm.

Following discussion, the Board provided direction to the management team to work with Children's Hospital to enhance security on the bridge, research potential ways to allow apartment dwellers or hotel guests to access the elevators if access becomes restricted at certain hours, and whether to close the elevators to general access during certain times of the day.

Bridge Update: Ms. Matson reported out regarding repairs to the bridge and indicated they are having difficulties attracting contractors to do the work. She also noted that they will continue to pursue. Discussion regarding the damage to the windows ensued. The management team will follow up with the insurance pool to include this item in the claim.

Other: None.

CONSENT AGENDA Approval of Minutes of the January 11, 2023 Combined Regular Meeting

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard, upon vote, unanimously carried, the Board approved and ratified the consent agenda, as presented.

Other: None.

FINANCIAL MATTERS

Claims MD1: Ms. Beacom reviewed the claims with the Board. Discussion followed regarding reconciliation of the general fund costs when there are unexpected cost overages. Following discussion and review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 1 Board approved the claims in the amount of \$910,409.00.

Claims MD3: Ms. Beacom reviewed the claims with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 3 Board approved the claims in the amount of \$57,686.90.

December 31, 2022 Financial Statements MD1: Ms. Beacom reviewed the financial statements with the Board and indicated the need to amend the 2022 Budget. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and,

upon vote, unanimously carried, the Board accepted the December 31, 2022 Financial Statements, as presented.

December 31, 2022 Financial Statements MD2: Ms. Beacom reviewed the financial statements with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board accepted the December 31, 2022 Financial Statements, as presented.

December 31, 2022 Financial Statements MD3: Ms. Beacom reviewed the financial statements with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board accepted the December 31, 2022 Financial Statements, as presented.

District No. 1 Corporex Development and Construction Management LLC Pay Apps for Garage Construction: Ms. Beacom reviewed Corporex Development and Construction Management LLC (“CDCM”) Pay App No. 8 with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 1 Board ratified approval the CDCM Pay App No. 8 for Garage Construction, in the amount of \$558,246.68.

District No. 3 Requisition No. 8 and Draw Request No. 7: These items were previously approved. No action was taken.

District No. 1 Corporex Development and Construction Management LLC Pay Apps for Garage Construction: Ms. Beacom reviewed Corporex Development and Construction Management LLC (“CDCM”) Pay App No. 9 with the Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 1 Board approved the CDCM Pay App No. 9 for Garage Construction, in the amount of \$434,408.06.

District No. 3 Requisition No. 10, Requisition No. 11 and Draw Request No. 8: Ms. Beacom reviewed the Draw Request No. 8 with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Draw Request No. 8 in the amount of \$439,344.06.

Ms. Beacom reviewed the Requisition No. 10 with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Requisition No. 10 in the amount of \$434,408.06.

Ms. Beacom reviewed the Requisition No. 11 with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the Requisition No. 11 in the amount of \$4,926.00.

Other: None.

LEGAL MATTERS **Other:** Tom Banta reported out on a related legal matter. No action was taken.

MANAGEMENT MATTERS **Bridge Update:** This item was covered during Administrative Matters.

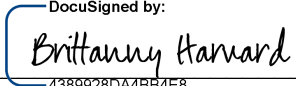
Other: None.

DIRECTOR MATTERS **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 Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards adjourned the meeting at 2:52 p.m.

Respectfully submitted,

By  4389928DA4BB4E8...
Secretary for the Meeting