

**MINUTES OF A COMBINED SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
FITZSIMONS VILLAGE METROPOLITAN DISTRICTS NOS. 1-3
HELD
DECEMBER 14, 2022**

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, December 14, 2022 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)
Brian Ratner, Assistant Secretary (MD No. 3)

There are two vacancies on each of the Boards.

Also In Attendance Were:

Tom George, Esq.; Spencer Fane LLP
Nicholas Carlson, Anna Jones, Gigi Pangindian and Carrie Beacom;
CliftonLarsonAllen LLP (“CLA”)
Keely Matson: Michael Baker International
Tom Banta; Corporex

**ADMINISTRATIVE
MATTERS**

Call to Order/Disclosure of Potential Conflicts of Interest: Director Schlicht called the meeting to order at 1:34 p.m.

Attorney George 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 presented.

Public Comment: None.

Other: None.

CONSENT AGENDA Approval of Minutes of the November 9, 2022 Combined Special 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. Following 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 \$67,722.17.

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 \$8,664.16.

Continued Public Hearing on 2023 Budgets: Upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board opened a continued, combined public hearing to consider the proposed 2023 Budgets and to discuss related issues at 2:03 p.m.

It was noted that notice of the hearing was published pursuant to statute, and the hearing was continued from last meeting. No written objections were received prior to the public hearing.

No public comments were received and the public hearing was closed.

Ms. Beacom and Ms. Pangindian reviewed the 2023 Budgets with the Boards.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 1 Board approved 2023 Budget and budget resolution as presented.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District 2 Board approved the 2023 Budget and budget resolution as presented.

Following review, upon a motion duly made by Director Ratner, seconded by Director Havard and, upon vote, unanimously carried, the District 3 Board approved the 2023 Budget and budget resolution 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. 6 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. 5 for Garage Construction.

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 SA Miro Pay App.

District No. 3 Requisition and Draw Requests: Ms. Beacom reviewed Requisition Nos. 6 and 7 and Draw Request No. 5 with the District No. 3 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 3 Board approved Draw Request No. 5.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 3 Board approved Requisition No. 6.

Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the District No. 3 Board approved Requisition No. 7.

Other: None.

LEGAL MATTERS **Extensions of or Additional Work Under Existing Service Agreements:** Mr. Carlson and Ms. Jones reviewed the existing Service Agreements and presented the 2023 rates.

Diversified Underground: Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the extensions of or additional work under the existing Service Agreements for Diversified Underground.

Sustainable Landscapes:

2023 Summer Floral Containers: Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the 2023 Summer Floral Containers proposal.

2023 Landscape Services for District 1: Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the 2023 Landscape Services for District 1.

2023 Landscape Services for District 3: Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the 2023 Landscape Services for District 3.

ThyssenKrupp Elevators: Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the extensions of or additional work under the existing Service Agreements for ThyssenKrupp Elevators.

Other: None.

MANAGEMENT MATTERS

Bridge Update: Ms. Matson provided an update to the Board noting that the plans have been complete with no revisions are required by the Colorado Division of Transportation. One contractor has responded to date.

Other: None.

DIRECTOR MATTERS

Other: None.

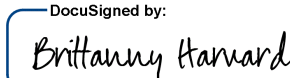
OTHER BUSINESS

Other: Mr. Banta updated the Board on development matters noting the financial team will be conducting further sensitivity analyses on construction projects.

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 2:16 p.m

Respectfully submitted,

By 
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 Secretary for the Meeting