

**MINUTES OF A COMBINED REGULAR MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
FITZSIMONS VILLAGE METROPOLITAN DISTRICTS NOS. 1-3  
HELD  
MAY 15, 2024**

A combined regular meeting of the Boards of Directors of the Fitzsimons Village Metropolitan Districts Nos. 1-3, County of Arapahoe (referred to hereafter as the “Boards”) was convened on Wednesday, May 15, 2024 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 (MD Nos. 1-3)  
Bob Dapper, Secretary (MD Nos. 1 and 2)  
Kristin Hager, Director (MD Nos. 1-3)

Brian Ratner, Secretary (MD No. 3) was absent and excused.

**Also In Attendance Were:**

Brenden Desmond, Esq.; Spencer Fane LLP  
Nic Carlson, Anna Jones and Carrie Beacom; CliftonLarsonAllen LLP (“CLA”)

**ADMINISTRATIVE  
MATTERS**

**Call to Order and Agenda:** Director Schlicht called the meeting to order at 1:31 p.m. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District Nos. 1-3 Boards approved the combined agenda, as presented.

**Disclosure of Potential Conflicts of Interest:** The Boards 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 regarding 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.

**Quorums, Location of Meeting and Posting of Meeting Notices:** Quorums were 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.

Director Ratner’s absence was noted and excused.

**Public Comment:** None.

**Minutes of the April 17, 2024 Joint Regular Board Meeting (District Nos. 1-3):** Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the Boards approved the April 17, 2024 combined regular meeting minutes, as presented.

**MANAGER  
MATTERS**

**Promenade Work:** Ms. Jones provided an update to the Boards, noting that the work is nearly complete.

**Garage:** Ms. Jones stated that the garage work is nearing completion, and the final permitting and certificates are currently in pending status.

**FINANCIAL  
MATTERS**

**Claims in the amount of \$808,293.48 (District No. 1):** Ms. Beacom reviewed the claims with the District No. 1 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District No. 1 Board ratified approval of the claims in the amount of \$808,293.48.

**Claims in the amount of \$9,421.52 (District No. 3):** Ms. Beacom reviewed the claims with the District No. 3 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District No. 3 Board ratified approval of the claims in the amount of \$9,421.52.

**March 31, 2024 Unaudited Financial Statements (District Nos. 1-3):** Ms. Beacom reviewed the March 31, 2024 Unaudited Financial Statements with the District Nos. 1-3 Boards. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District Nos. 1-3 Boards accepted the March 31, 2024 Unaudited Financial Statements, as presented.

**Pay Apps and Other Expenses and Draw Request No. 22 (District No. 1):** Ms. Beacom reviewed the pay apps with the District No. 1 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District No. 1 Board approved Pay App No. 2 in the amount of \$103,528.49, Pay App No. 8 in the amount of \$187,894.54, Pay App No. 23 (4/25/24) in the amount of \$343,325.97, Pay App No. 23 (5/7/24) in the amount of \$448,907.90 , and other expenses, as presented.

Ms. Beacom reviewed Draw Request No. 22 with the District No. 1 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District No. 1 Board approved Draw Request No. 22 in the amount of \$679,432.72.

**Requisition No. 20, Requisition No. 21, Requisition No. 22 and Requisition**

**No. 23 (District No. 3):** Ms. Beacom reviewed the requisitions with the District No. 3 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District No. 3 Board approved Requisition No. 20 in the amount of \$343,325.97, Requisition No. 21 in the amount of \$44,683.68, Requisition No. 22 in the amount of \$103,528.49 and Requisition No. 23 in the amount of \$187,894.58.

**LEGAL MATTERS**

**Developer Advance Note to Corporex in the amount of \$404,224.22 (District No. 1):** Ms. Beacom reviewed the advance note with the District No. 1 Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Hager and, upon vote, unanimously carried, the District No. 1 Board approved the Developer advance note to Corporex in the amount of \$404,224.22, as presented.

**OTHER BUSINESS**

None.

**ADJOURNMENT**

There being no further business to come before the Boards at this time, upon a motion duly made by Director Schlicht, and, upon vote, unanimously carried, the Boards adjourned the meeting at 1:55 p.m.

Respectfully submitted,

By DocuSigned by:  
Bob Dapper  
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Secretary for the Meeting (District Nos. 1 & 2)

By DocuSigned by:  
Suzanne Schlicht  
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Secretary for the Meeting (District No. 3)