

**MINUTES OF A COMBINED SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
FITZSIMONS VILLAGE METROPOLITAN DISTRICTS NOS. 1-3
HELD
MAY 10, 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, May 10, 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)
Brian Ratner, Assistant Secretary (MD No. 3)

There are two vacancies on each of the Boards.

Also In Attendance Were:

Tom George; Spencer Fane LLP
Nicholas Carlson, Anna Jones, 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 1:31 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 Ratner, seconded by Director Havard and, upon vote, unanimously carried, the Boards approved the

combined agenda, as presented.

Public Comment: None.

Other: None.

**MANAGEMENT
MATTERS**

Bridge Update: Ms. Matson provided an update to the Board.

JHL Contract for Bridge Repairs: Ms. Matson reviewed the contract 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 JHL contract for bridge repairs.

Construction Impact on Districts: Ms. Jones reviewed with the Boards. Discussion followed; no action was taken.

CONSENT AGENDA Approval of Minutes of the March 8, 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.

**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 \$879,465.17.

Claims MD3: Ms. Beacom reviewed the claims with the Board. Following review, upon a motion duly made by Director Ratner, seconded by Director Schlicht and, upon vote, unanimously carried, the District 3 Board approved the claims in the amount of \$23,644.89.

Public Hearing on Amendment to 2022 Budgets: Director Havard opened the public hearing to consider an amendment to the 2022 Budgets at 1:53

It was noted that publication of Notice stating that the Boards would consider amendment of the 2022 Budgets and the date, time and place of the public hearing was made in a newspaper having general circulation within the Districts. No written objections were received prior to the public hearing.

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

Following discussion, upon motion duly made by Director Schlicht seconded by Director Havard and, upon vote, unanimously carried, the District 1 Board adopted Resolution No. 2023-05-01 to Amend the 2022 Budget.

Following discussion, upon motion duly made by Director Schlicht seconded by Director Ratner and, upon vote, unanimously carried, the District 3 Board adopted Resolution No. 2023-05-01 to Amend the 2022 Budget.

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. 10 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. 10 for Garage Construction, in the amount of \$361,888.60.

District No. 3 Requisition No. 12 and Draw Request No. 9: Ms. Beacom reviewed the requisition and draw request 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. 3 Board ratified approval of Requisition No. 12 and Draw Request No. 9, in the amount of \$361,888.60.

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. 11 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. 11 for Garage Construction, in the amount of \$914,345.79.

District No. 3 Requisition No. 13 and Draw Request No. 10: Ms. Beacom reviewed the Draw Request 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 Draw Request No. 10 in the amount of \$914,345.79.

Ms. Beacom reviewed the Requisition No. 13 with the Board. Following review, upon a motion duly made by Director Schlicht, seconded by Director Ratner and, upon vote, unanimously carried, the Board approved the Requisition No. 10 in the amount of \$914,345.79.

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.

March 31, 2023 Financial Statements MD1: Ms. Beacom reviewed the financial statements with the Board. No action was taken.

March 31, 2023 Financial Statements MD2: Ms. Beacom reviewed the financial statements with the Board. No action was taken.

March 31, 2023 Financial Statements MD3: Ms. Beacom reviewed the financial statements with the Board. No action was taken.

O&M: This item was deferred to a later meeting.

LEGAL MATTERS

District No. 1 and No. 2 Appointment of Officers: Following discussion, upon motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the following slate of officers were appointed for the Districts:

President: Suzanne Schlicht
Secretary/ Treasurer: Brittany Havard
Assistant Secretary: Bob Dapper

District No. 3 Appointment of Officers: Following discussion, upon motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the following slate of officers were appointed for the Districts:

President: Suzanne Schlicht
Secretary: Brian Ratner
Treasurer: Brittany Havard

DIRECTOR MATTERS

Other: None.

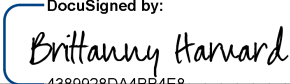
OTHER BUSINESS

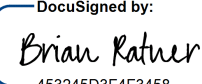
Other: None.

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 2:17 p.m.

Respectfully submitted,

By 
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Secretary for the Meeting MD 1-2

By 
453245D3F4F3458...
Secretary for the Meeting MD 3