

**MINUTES OF A COMBINED SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
FITZSIMONS VILLAGE METROPOLITAN DISTRICTS NOS. 1-3
HELD
SEPTEMBER 20, 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 Tuesday, September 20, 2022 at 11:00 a.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
Brittany Havard, Treasurer
Bob Dapper, Assistant Secretary

The absence of Director Ratner was excused.

There are two vacancies on each of the Boards.

Also In Attendance Were:

Tom George, Esq.; Spencer Fane LLP
Nicholas Carlson, Ashley Heidt, Hannah Phillips, Carrie Beacom, and Gigi Pangindian; CliftonLarsonAllen LLP (“CLA”)
Keely Matson and Steve Pouliot: Michael Baker International
Tom Banta and Stephen Sapp; Corporex
Josh Hoffman; Upland Real Estate Partners

**ADMINISTRATIVE
MATTERS**

Call to Order/Disclosure of Potential Conflicts of Interest: Attorney George called the meeting to order at 11:21 a.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 Board approved the agenda, as presented.

Public Comment: Mr. Hoffman asked who has the authority to appoint new Board members to fill vacancies and noted his desire to see more representatives on the District No. 3 Board from the owners of District No. 3.

Acknowledge Resignation of Jamie Curcio from the Boards of Directors of the Districts effective September 1, 2022: Following review, upon a motion duly made by Director Dapper, seconded by Director Schlicht and, upon vote, unanimously carried, the Board acknowledged the resignation of Jamie Curcio from the Boards of Directors of the Districts effective September 1, 2022.

Filling Board Vacancies: This item was deferred.

Monthly Meeting Schedule: Attorney George noted that CLA is coordinating.

Other: None.

CONSENT AGENDA Approval of Minutes of the July 11, 2022 Combined Special Meeting

Approval of Minutes of the August 9, 2022 Special Meeting

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

Other: None.

FINANCIAL MATTERS

Corporex Development and Construction Management LLC Pay Apps for Garage Construction: Ms. Beacom reviewed Corporex Development and Construction Management LLC (“CDCM”) Pay App Nos. 2 and 3 with the Boards. Following review, upon a motion duly made by Director Dapper, seconded by Director Havard and, upon vote, unanimously carried, the District No. 1 Board approved the CDCM Pay App Nos. 2 and 3 for Garage Construction.

Requisition and Draw Requests: Ms. Beacom reviewed Requisition No. 3 and Draw Request No. 2 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 Requisition No. 3 and Draw Request No. 2.

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 of CDCM Pay App no. 1.

Following review, upon a motion duly made by Director Havard, seconded by Director Schlicht and, upon vote, unanimously carried, the District No. 3 Board ratified approval of Draw Request No. 1 and Requisition Nos. 1 and 2.

CDCM Change Order No. 1 and Payment of Invoices: 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 Change Order No. 1 and the payment of related invoices.

July 31, 2022 Unaudited Financial Statements: Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Boards accepted the July 31, 2022 Unaudited Financial Statements, as presented.

Combined Public Hearing on Amendment to 2021 Budgets; District Nos. 1 and 3: Attorney George opened the public hearing to consider amendments to the 2021 Budgets of District Nos. 1 and 3 at 11:32.

It was noted that publication of Notice stating that the Boards would consider amendments of the 2021 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 at 11:33.

Ms. Beacom reviewed the need to amend the budget for District No. 1 in the debt service fund. Following review, upon a motion duly made by Director Dapper, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the amendment to the debt service fund for District No. 1. Ms. Beacom reviewed the need to amend the budget for District No. 1 in the 2nd debt service fund and capital project fund. Following review, upon a motion duly made by Director Havard, seconded by Director Schlicht and, upon vote, unanimously carried, the Board approved the amendment to the 2nd debt service fund and capital project fund for District No. 1.

Ms. Beacom reviewed the need to amend the budget for District No. 3 in the general fund, debt service fund and capital project fund. Following review, upon a motion duly made by Director Schlicht, seconded by Director Havard and, upon vote, unanimously carried, the Board approved the amendment to the debt service fund, general fund and capital projects fund for District No. 3.

Other: None.

**MANAGEMENT
MATTERS**

Insurance Update: Mr. Carlson provided an update to the Boards.

Bridge Update from MBI: Ms. Matson noted they are moving forward with the repair plans

