

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF 144th AVENUE METROPOLITAN DISTRICT NOS. 1-2

HELD
January 30, 2024

The Boards of Directors of 144th Avenue Metropolitan District Nos. 1-2 held a special meeting via MS Teams on Tuesday, January 30, 2024, at 1:00 p.m.

ATTENDANCE

Directors in Attendance:

Angela Troxel, President & Chairperson

Also in Attendance:

Deborah Early; Icenogle Seaver Pogue, P.C.

Kevin Mitts, and Jenna Pettit; Pinnacle Consulting Group, Inc.

Elizabeth Bailey, Joanna Mares, Amanda Benson; Arbour Management.

ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Boards of Directors (collectively, the “Boards”) of the 144th Avenue Metropolitan District Nos. 1-2 (collectively, the “District”) was called to order by Mr. Mitts at 1:00 p.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of 144th Avenue Metropolitan District No. 1, with concurrence by the Boards of Directors of 144th Avenue Metropolitan District No. 2.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Mr. Mitts noted that a quorum was present, with one out of one Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Ms. Early, legal counsel, stated that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State’s Office, disclosing potential conflicts as all Board Members are employees of Arbour Management, Inc., which is associated with the primary landowners and developer within the Districts. Ms. Early advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following with each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado

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law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Troxel, it was

RESOLVED to approve the agenda, as presented.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

APPOINTMENTS
TO FILL
BOARD VACANCIES

Ms. Early addressed the Boards and provided an overview of the process for appointing interested candidates to the Boards, noting there are three interested candidates to fill the vacancies on the Boards of District No. 1 and District No. 2. Following review and discussion, upon motion duly made by Director Troxel, upon vote, unanimously carried, it was

RESOLVED to appoint Elizabeth Bailey, Joanna Mares, and Amanda Benson to the Boards of Directors for District No. 1 and District No. 2 to fill the terms expiring 2027, 2025 and 2025 respectively.

ELECTION
OF OFFICERS

The Board discussed the election of Officers. Following review and discussion, upon motion duly made by Director Troxel, upon vote, unanimously carried, it was

RESOLVED to appoint Angela Troxel as President, and the three newly appointed Board Members will be elected to Offices at the next Board Meeting.

PUBLIC COMMENT

There were no members of the public present.

DIRECTOR
ITEMS

There were no Director items to come before the Boards.

OTHER
MATTERS

There were no Other Matters to come before the Boards.

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ADJOURNMENT

There being no further business to come before the Boards the meeting was adjourned at 1:03 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

Kieyesia Conaway

For Jenna Pettit, Recording Secretary for the Meeting