

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

HIGHLANDS METROPOLITAN DISTRICT NO. 3

Held: Wednesday, April 14, 2021, at 9:30 a.m.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

James Spehalski
Barry Talley
Linda Talley

Also present: Kristin B. Tompkins, Esq., Megan J. Murphy, Esq., and Ashley B. Frisbie, White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and Diane Wheeler, Simmons & Wheeler, P.C., District Accountant.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

Conflict of Interest Disclosures

Ms. Frisbie advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Frisbie reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Frisbie inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Administrative Matters

Agenda	Ms. Frisbie presented the Board with the agenda for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.
Public Comment	None.
Consent Agenda	Ms. Frisbie reviewed the items on the consent agenda with the Board. Ms. Frisbie advised the Board that any item may be moved from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and/or adopted: <ul style="list-style-type: none">• Minutes from October 8, 2020 Special Meeting• 2020 Audit Exemption

Legal Matters

Status of Inclusion of Lot 2	The Board discussed the status of inclusion of Lot 2 into the boundaries of the District. Mr. Spehalski reported that he is working with the City and County of Broomfield on this matter. Ms. Murphy noted that the property ownership of Lot 2 has changed since the Board originally approved the inclusion, so there will be additional action required by the District in order to include the lot into the District at a later date. No action was needed by the Board at this time.
Discuss Request from Certain Apartments and Senior Living to Exclude from District Boundaries	The Board deferred this agenda item.
Discuss Potential Acceptance of Public Improvements from Highlands Metropolitan District No. 2	The Board deferred this agenda item.
Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) with Vista	Ms. Murphy presented the Board with the Funding and Reimbursement Agreement (Operations and Maintenance) with Vista Highlands Development Corporation for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Funding and Reimbursement Agreement, subject to final legal review.

Highlands Development Corporation

Consider Approval of Public Improvements Acquisition and Reimbursement Agreement with Vista Highlands Development Corporation

Ms. Murphy presented the Board with the Public Improvements Acquisition and Reimbursement Agreement with Vista Highlands Development Corporation for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Public Improvements Acquisition and Reimbursement Agreement, subject to final legal review.

Financial Matters

Consider Approval of Payables/Financials

The Board deferred this agenda item.

Other Financial Matters

None.

Other Business

Following discussion, the Board determined to reschedule the May 12, 2021 meeting and directed Ms. Frisbie to circulate suggested dates for consideration. The meeting was subsequently rescheduled to May 17, 2021 at 10:00 a.m., but was ultimately canceled.

Adjournment

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

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

Barry L Talley

Barry L Talley (Aug 6, 2021 11:32 MDT)

Secretary for the Meeting