

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF

HIGHLANDS METROPOLITAN DISTRICT NO. 3

Held: Wednesday, March 29, 2023, at 10:00 a.m.

via teleconference.

Attendance

The special meeting of the Board of Directors of the Highlands Metropolitan District No. 3 was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

James Spehalski

Barry Talley

Director Linda Talley was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present: Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Diane Wheeler, Simmons & Wheeler, P.C., District Accountant; and AJ Beckman and Sarah Warner, Public Alliance, District Manager.

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. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy 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. Murphy 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. Director Talley and Director Spehalski noted their conflicts with respect to the proposed reimbursement to Vista Highlands Development Corporation. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda Ms. Murphy 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. Murphy reviewed the items on the consent agenda with the Board. Ms. Murphy advised the Board that any item may be moved from the consent agenda to the regular agenda upon the request of any director. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved and/or ratified:

- Minutes from December 1, 2022 Special Meeting;
- Sign Easement Agreement with ENT Credit Union for Lot 5;
- Sign Easement Agreement with Vista Highlands Development Corporation for Lot 8;
- Requisition No. 4 related to the District's Limited Tax General Obligation Bonds, Series 2022; and
- Resolution No. 4 Regarding Acceptance of District Eligible Costs pursuant to the Public Improvement Acquisition and Reimbursement Agreement with Vista Highlands Development Corporation dated December 1, 2022.

Legal Matters

Consider Approval of First Amendment to Property Exclusion Agreement with Vista Highlands Development Corporation and FRH Realty LLC

Ms. Murphy presented the First Amendment to Property Exclusion Agreement with Vista Highlands Development Corporation and FRH Realty LLC to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment.

Financial Matters

Consider Approval of Claims Payable

Ms. Wheeler presented the claims to the Board in the amount of \$22,187.16. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the claims.

Other Financial Matters None.

Other Business

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 (Jun 3, 2023 14:45 PDT)

Secretary for the Meeting