

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
OLD RANCH METROPOLITAN DISTRICT, UPPER COTTONWOOD  
CREEK METROPOLITAN DISTRICT, AND UPPER COTTONWOOD  
CREEK METROPOLITAN DISTRICT NOS. 2-5  
(THE "DISTRICTS")  
HELD  
AUGUST 25, 2021

A special meeting of the Boards of Directors of the Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District, and Upper Cottonwood Creek Metropolitan District Nos. 2-5 (referred to hereafter as the "**Boards**") was convened on Wednesday, August 25, 2021, at 9:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Timothy Seibert, President  
David D. Jenkins, Vice President  
Delroy Johnson, Vice President  
Bobby Ingels, Vice President

#### Absence Excused:

Christopher S. Jenkins, Treasurer/Secretary

#### Also, In Attendance Were:

Russell W. Dylstra.; Spencer Fane, LLP.  
Josh Miller, Krista Baptist, & Carrie Bartow; CliftonLarsonAllen LLP  
Robert Huls, Nor'Wood Development Group

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** Upon a motion duly made by Director D. Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, Director D. Jenkins called the meeting to order at 9:14 a.m.

**Disclosure of Potential Conflicts of Interest:** The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards 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 Board members prior to this meeting in accordance with statute. It was noted by Attorney Dykstra that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were

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disclosed at the meeting.

**Public Comment:** There was no public comment.

**Minutes from the July 28, 2021 Special Meeting:** The Board reviewed the minutes from July 28, 2021. Following review, upon a motion duly made by Director D. Jenkins, seconded by Director Ingels and, upon vote, unanimously carried, the Board approved the July 28, 2021 Special Meeting Minutes as presented.

### FINANCIAL MATTERS

**Cash Position and PTAX Statement:** Ms. Bartow reviewed the cash position and PTAX statement with the Board. Following discussion, upon a motion duly made by Director Johnson, seconded by Director Seibert and, upon vote, unanimously carried, the Board accepted the cash position and PTAX statement as presented.

**Payment of Claims:** Ms. Bartow reviewed the payment of claims in the amount of \$86,387.35 for ratification and approval. Following discussion, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board ratified and approved the payment of claims in the amount of \$86,387.35.

### LEGAL MATTERS

Upon a motion duly made, seconded and, upon vote, unanimously carried, Director Seibert opened the public hearing at 9:17 a.m. There was no public comment. Upon a motion duly made, seconded and, upon vote, unanimously carried, Director Seibert closed the public hearing at 9:18 a.m.

**Petitions for Exclusion of Property from Upper Cottonwood Creek Metropolitan District No. 3; Consider Resolution for Approval of Petition for Exclusion of Property from Upper Cottonwood Creek Metropolitan District No. 3:** Upon a motion duly made by Director Ingels, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board approved the petitions for exclusion of property from Upper Cottonwood Creek Metropolitan District No. 3 and approved the Resolution for Approval of Petition for Exclusion of Property from Upper Cottonwood Creek Metropolitan District No. 3.

**Petitions for Inclusion of Property into Upper Cottonwood Creek Metropolitan District No. 5; Consider Resolution for Approval of Petition for Inclusion of Property into Upper Cottonwood Creek Metropolitan District No. 5:** Upon a motion duly made by Director Ingels, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board approved the petitions for inclusion of property into Upper Cottonwood Creek Metropolitan District No. 5 and approved the Resolution for Approval of

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Petition for Inclusion of Property into Upper Cottonwood Creek Metropolitan District No. 5.

**Other:** None.

### MANAGER MATTERS

**Other:** None.

### OTHER BUSINESS

**Confirm Quorum for Next Regular Meeting:** Ms. Baptist noted that District Management would reach out to confirm quorum as necessary.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Seibert, seconded by Director D. Jenkins and, upon vote unanimously carried, the meeting was adjourned at 9:18 a.m.

Respectfully submitted,

By

  
Secretary for the Meeting