

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
FALCON HIGHLANDS METROPOLITAN DISTRICT
HELD
JANUARY 22, 2024

A special meeting of the Board of Directors of the Falcon Highlands Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, January 22, 2024 at 5:30 p.m. The District Board meeting was held at the Falcon Fire Department Community Room, 7030 Old Meridian Road, Peyton, Colorado, 80831 as well as virtually via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Tonia Joyner, President
Timothy Dickey, Secretary
Erin Ganaway, Treasurer/Assistant Secretary
Leo Schuhmacher, Director

Also, In Attendance Were:

Josh Miller and Korben Heim; CliftonLarsonAllen, LLP (“CLA”)
Barbara Vander Wall, Esq. and Beth Dauer, Esq.; Seter & Vander Wall, P.C. (virtually)

Joshua Whittle, Carol Boone, Bertha MacMillan, Walter Fee, Cassandra Jones, Rolan Jones, Donna Greene, Kyle Geitzenauer, Susanne Pestcoe, Jason Pestcoe, Kallie Pino, Tony Porter, Jim Willoughby, Lisa Willoughby, K Koteles, Robert Aamodt, Jason Johnson, Kevin McNabb, Chris Higbee, Kayla Higbee, Sarah Burress, Cristina Welch, and others; Members of the Public

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Upon a motion duly made by Director Joyner, seconded by Director Ganaway, the Board called the meeting to order at 5:35 p.m.

The Board reviewed the agenda. Following review, upon a motion duly made by Director Ganaway, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Quorum, Director Qualifications, Disclosure Items: It was noted that a quorum of the Board was present. The Board 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 Board were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made

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by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Vander Wall that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors; no additional conflicts were disclosed. Attorney Vander Wall noted that updated disclosure forms were provided to the Board.

Appointment to Board Vacancy: The Board discussed the remaining candidates for the Board vacancy.

Jason Pestcoe provided a brief review of experience, interest in the position, highlighted his sense of open-mindedness and interest in streamlining processes, and acknowledging he does not know what he does not know regarding potential business the Board would consider.

Joshua Whittle provided a brief review of experience, interest in the position, highlighting his interest in being involved in resolving community issues.

Neither candidate saw issues barring them from attending meetings based on the regular meeting schedule.

Neither candidate is currently impacted by ongoing underdrain issues.

Director Schuhmacher spoke to the interest and care in being involved in the District, Board members' need to be open-minded and understanding of impacts by the Board affecting all residents.

Director Joyner thanked both candidates, withdrawn candidates, and the community for their interest.

Following discussion, upon a motion duly made by Director Ganaway, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board appointed Joshua Whittle to the Board. Director Joyner administered the Oath of Office. Ms. Vander Wall discussed next steps.

Agreement with UMI for Phase 3: Mr. Miller discussed preparations for Phase 2 work noting work is to begin this week, and in anticipation for additional clean-out, raising and line scoping, he recommended approval of the Phase 3 agreement, with a NTE to be later identified for Board review.

Director Schuhmacher asked when the Phase 3 scope and cost would be known. Mr. Miller noted he hoped by the end of the week, but as soon as possible.

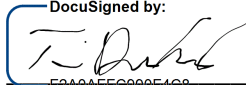
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Following discussion, upon a motion duly made by Director Dickey, seconded by Director Joyner and, upon vote, unanimously carried, the Board approved the agreement with UMI for Phase 3.

Underdrain Update: Mr. Miller provided an update. The District is requesting residents to inform the District Management on the status of their properties, whether issues have stopped, continued or if any new issues have started.

Adjournment: There being no further business to come before the Board at this time, upon a motion duly made by Director Joyner, the Board adjourned the meeting at 6:15 p.m.

Respectfully submitted,

By 
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 Secretary