

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT  
(THE "DISTRICT")  
HELD  
APRIL 12, 2023

A regular meeting of the Board of Directors of the Upper Cottonwood Creek Metropolitan District (referred to hereafter as the "**Board**") was convened on Wednesday, April 12, 2023, at 9:30 a.m. 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, Treasurer  
Delroy Johnson, Secretary  
Bobby Ingels, Assistant Secretary

Shane Sullivan, Assistant Secretary was absent and excused.

#### Also, In Attendance Were:

Josh Miller, Korben Heim, Carrie Bartow and Rob Lange; CliftonLarsonAllen LLP ("CLA")  
Russell W. Dykstra.; Spencer Fane, LLP  
Jessica Wilson; Nor'Wood Development Group  
John Stanton; Upper Cottonwood Creek Metropolitan No. 2 Director

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** Director Seibert called the meeting to order at 9:34 a.m. Following review, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried the Board approved the agenda, as presented.

**Disclosure of Potential Conflicts of Interest:** 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 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 disclosed at the meeting.

**Quorum, Location of Meeting and Posting of Meeting Notices:** A quorum was confirmed and the meeting was properly noticed and posted.

## RECORD OF PROCEEDINGS

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Following discussion, upon a motion duly made by Director Johnson, seconded by Director Seibert and, upon vote, unanimously carried, the Board excused the absence of Director Sullivan.

**Public Comment:** None.

**Minutes from the November 14, 2022 Special Board Meeting:** The Board reviewed the minutes from the November 14, 2022 special Board meeting. Following review, upon a motion duly made by Director Ingels, seconded by Director Seibert and, upon vote, unanimously carried, the Board approved the minutes from the November 14, 2022 special Board meeting, as presented.

FINANCIAL  
MATTERS

**December 31, 2022 Unaudited Financial Statements:** Ms. Bartow reviewed the December 31, 2022 Unaudited Financial Statements with the Board. Following discussion, upon a motion duly made by Director Ingels, seconded by Director Johnson and, upon vote, unanimously carried, the Board accepted the December 31, 2022 Unaudited Financial Statements, as presented.

LEGAL MATTERS

**May 2, 2023 Election:** Attorney Dykstra provided the Board with an update on the May 2, 2023 Election. No action was taken.

MANAGER  
MATTERS

**Other:** None.

OTHER BUSINESS

**Other:** None.

ADJOURNMENT

There being no further business to come before the Board at this time, Director Seibert adjourned the meeting at 9:38 a.m.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting

DocuSigned by:  
*Delroy Johnson*  
657372E3988074EC

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