

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT NO. 5
(THE "DISTRICT")
HELD
APRIL 12, 2023

A regular meeting of the Board of Directors of the Upper Cottonwood Creek Metropolitan District No. 5 (referred to hereafter as the "**Board**") was convened on Wednesday, April 12, 2023, at 9:00 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
Delroy Johnson, Secretary
David D. Jenkins, Treasurer
Christopher S. Jenkins, Assistant Secretary
Bobby Ingels, Assistant Secretary

Also, In Attendance Were:

Josh Miller, Korben Heim, Rob Lange and Carrie Bartow; CliftonLarsonAllen LLP ("CLA")
Russell W. Dykstra, Esq.; 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 9:30 a.m. Following review and discussion, upon a motion duly made by Director C. Jenkins, seconded by Director Seibert and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Disclosures of Potential Conflict 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 Meeting Notices: A quorum of the Board was confirmed. It was noted that notice was properly posted.

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 Director
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