

RECORD OF PROCEEDINGS

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
REDTAIL RIDGE METROPOLITAN DISTRICT NO. 2
(THE “DISTRICT”)
HELD FEBRUARY 17, 2023**

A Regular Meeting of the Board of Directors of the Redtail Ridge Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on February 17, 2023, at 10:00 a.m., at the Louisville Fire Protection District, Station No. 1; 1240 Main Street, Louisville, Colorado 80027 and via Zoom video teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:
Jay Hardy, President

Also, In Attendance Were:
Lisa Jacoby; McGeady Becher P.C.
Ayshan Ibrahim; Greenberg Traurig, LLP
Kathryn “Kat” Kendall; Sterling Bay Property Management, LLC
Jordan Swisher; Brue Baukol Capital Partners (for a portion of the meeting)

In Attendance Via Zoom:
MaryAnn McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C.
Jenna Trujillo and Jason Carroll, CliftonLarsonAllen LLP (“CLA”)
Stan Fowler; Independent District Engineering Services, LLC (“IDES”)

ADMINISTRATIVE MATTERS

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 Ms. Jacoby that disclosures of potential conflicts of interest were filed with the Secretary of State for Director Hardy, and no additional conflicts were disclosed at the meeting.

Quorum/Confirmation of Meeting Location/Posting of Notice: Ms. Jacoby confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. Following discussion, and upon vote unanimously carried, it was determined to conduct the meeting at the above-stated date, time, location and via Zoom video

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teleconference format. The Board further noted that notice of this meeting and format was duly posted and the Board has not received any objections to the location or format or any requests that the meeting be changed by taxpaying electors within the boundaries of the District.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Hardy, and upon vote, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District's website at least 24 hours prior to each meeting.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Hardy and upon vote, the Board approved the Agenda, as amended.

Vacancies on the Board of Directors: The Board discussed the appointment of qualified candidates in the future. It was noted that no qualified individuals were identified at this time.

Public Comment: There was no public comment.

CliftonLarsonAllen LLP ("CLA") Statement of Work for Accounting Services: Upon motion duly made by Director Hardy and upon vote, the Board ratified approval of the 2023 Statement of Work for accounting services between the District and CLA.

LEGAL MATTERS / PROJECT MATTERS

Facilities Funding Construction and Operations Agreement ("FFCOA") between the District and Redtail Ridge Metropolitan District Nos. 1, 4 and Redtail Ridge Metropolitan District (formerly Redtail Ridge Metropolitan District No. 3): Following discussion, upon motion duly made and seconded by Director Hardy, and upon vote unanimously carried, the Board appointed the President to effectuate completion and execution of the FFCOA between the District and Redtail Ridge Metropolitan District Nos. 1, 4 and Redtail Ridge Metropolitan District (formerly Redtail Ridge Metropolitan District No. 3) by April 15, 2023, and authorized release to the City of Louisville a draft of the FFCOA, if requested.

Update from Service Plan Committee (Directors Hardy and Ms. Swisher) / Timing of Proposed Amended and Restated District Service Plan: Director Hardy provided an update noting that City of Louisville's approval of the Amended and Restated Service Plan is expected within 2 weeks following April 4, 2023.

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OTHER BUSINESS

2022 Audit Exemption Application: Following discussion, upon motion duly made by Director Hardy and upon vote, the Board authorized the accountant to prepare and file the Audit Exemption Application for 2022.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

Lisa Jacoby

By _____

Secretary for the Meeting