

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE BUCKHORN VALLEY METROPOLITAN DISTRICT NO. 1

Held: Monday, June 22, 2020 at 7:30 A.M., at 11 Bridger Drive, Gypsum, Colorado 81637.

Attendance:

The special meeting of the Board of Directors of Buckhorn Valley Metropolitan District No. 1 (the "Board of Directors" or "Board") was called and held as shown in accordance with the statutes of the State of Colorado.

The following Directors were present:

John Hill (*via telephone conference line*)
Scott Green (*via telephone conference line*)
Anna Maria Ray (*via telephone conference line*)
David Garton, Jr. (*via telephone conference line*)
Samantha Gale (*via telephone conference line*)

Also present were: Jennifer L. Ivey, Icenogle Seaver Pogue, P.C. (*via telephone conference line*); Debra Sedgely, CliftonLarsonAllen, LLP (*via telephone conference line*); Chess Warren, and the following members of the public: David Fiore, Sue Throclemorton, Amie Meek, Jeff Meek, Jean French, Mike French, Erin Gallimore, Greg Muse, Charlotte Monk, Beverly Fiore, Valarie Esparsen, Tino Esparsen, Ashley Wilson and Casey Wilson.

Call to Order/ Declaration of Quorum:

Director Hill called to order the special meeting of the Board of Directors of the Buckhorn Valley Metropolitan District No. 1 at which time it was noted that the notice of this meeting was properly posted within the District. Director Hill noted that a quorum of the Board was present.

Disclosure Matters:

The Board of Directors reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

Director John Hill disclosed that he is a party to a contract to purchase taxable property located within the boundaries of the Districts and a beneficiary of a potential profits interest from entities which own taxable property located within the boundaries of the Districts. He also disclosed that he may

perform consulting services for Colorado Land Management, LLC, a role in which he carries out the execution of management and project development duties performed for the Districts by Colorado Land Management, LLC in its management contract with the Districts. He is employed on an at-will verbal consulting agreement, compensation for which varies from time to time and may be greater than \$100,000, and, in part, is derived from compensation for management services by and between Colorado Land Management, LLC and the Districts. In the performance of his duties, Director Hill may, from time to time, perform consulting services for parties which are investigating possible purchases, are purchasing or have purchased lands within the Districts. Such work is generally, but not always, performed on an at-will consulting basis, with compensation on a lump-sum, fixed fee or hourly basis, or may be based on a combination of these or some other basis as of yet undetermined. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Scott Green disclosed that he is a party to a contract to purchase taxable property located within the boundaries of the Districts. He further disclosed that he is the owner of Scott Green Excavating, Inc., a contractor which currently has contract(s) with the Districts to construct a roadway and ancillary improvements. These improvements are being paid for, in part, by the Districts, with funds from District No. 2's 2010 bond issue. Director Green also disclosed that the compensation to be paid in accordance with the contract(s) is in excess of \$600,000, and that he does not expect his position of Director to enhance his position or the position of Scott Green Excavating, Inc. either competitively or financially. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Samantha Gale disclosed that she owns property within the boundaries of the Districts. She also disclosed that she is related to Dave Garton, to whom the District is indebted to. This disclosure is associated with approval of items on the agenda that may affect her interests.

Director David Garton, Jr. disclosed that he is a party to a contract to purchase taxable property located within the boundaries of the Districts. He further disclosed that he is a member of the Board of Directors of the Buckhorn Valley Master Owners Association and is a member of the Board of Directors of the Single-Family Residences at Buckhorn Valley,

Inc. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Director Anna Maria Ray reported that she had no conflicts of interest requiring disclosure.

Ms. Ivey advised that written disclosures of these interests were filed with the Secretary of State at least seventy-two hours prior to the meeting.

Approval of/Additions to/Deletions from the Agenda:

Ms. Sedgeley states that item 7.b. was not needed. After review and discussion and upon motion of Director Gale and second of Director Ray the Board of Directors voted unanimously to approve the agenda with the removal of Item 7.b..

Public Comment for Matters Not on the Agenda:

Members of the public stated that they believed additional notice beyond that which is legally required is needed for the sake of transparency. Members of the public advised that they had not had adequate time to review the proposed budget amendment and wanted the meeting rescheduled. Members of the public inquired about the contact information for the District's legal counsel and other representatives.

Legal Matters:

None.

Manager's Report:

None.

Financial Matters – Public Hearing on Proposed 2019 Budget Amendment/Consider Approval of Amended 2019 Budget:

Ms. Sedgeley reviewed and discussed with the Board the proposed 2019 budget amendment. A public hearing was opened on the proposed 2019 budget amendment consistent with notice published in the Eagle Valley Enterprise on Thursday, June 18, 2020. Members of the public requested that the meeting be rescheduled to allow more time for review of the proposed amendment.

Other Business:

None.

Adjournment:

Upon motion of Director Garton, Jr. and second of Director Gale, the Board voted unanimously to continue the meeting until 7:30 a.m. on Monday, June 29, 2020 via telephone conference at Dial-in: 701-801-1211 and Access Code: 653-752-003.

DocuSigned by:

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Secretary for the District