

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

FLAT ROCK METROPOLITAN DISTRICT NOS. 1-4

Held: the 11th day of November 2021, at 1:00 P.M., by
teleconference

Attendance

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Cynthia Myers
Taylor Lilly

Also present were: George M. Rowley, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Debbie Sedgeley, CliftonLarsonAllen, LLP, District Accountant.

Call to Order

The meeting was called to order.

**Declaration of Quorum and
Confirmation of Director
Qualifications**

It was noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

**Reaffirmation of
Disclosures of Potential or
Existing Conflicts of
Interest**

Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley reported that disclosures for those directors with potential or existing conflicts of interest that were provided to White Bear Ankele Tanaka & Waldron were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Rowley inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings

The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Flat Rock Metropolitan District Nos. 1, 2, 3 and 4, collectively.

Approval of Agenda

Mr. Rowley presented the Boards with the agenda for the meeting. Upon motion and seconded, the Boards unanimously approved the

agenda as presented.

Legal Matters

Consider Proposal from CliftonLarsonAllen regarding Website Services

Mr. Rowley presented the proposals for website services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposal from CliftonLarsonAllen.

Consider Approval of Infrastructure Acquisition and Reimbursement Agreement with Century Communitates Inc.

Mr. Rowley presented the Infrastructure Acquisition and Reimbursement Agreement with Century Communitates Inc. The Boards requested additional changes. No further action was taken.

Financial Matters

Consider Adoption of Resolutions to Adopt 2022 Budget and Set Mill Levies

Ms. Sedgley reviewed the 2022 Budget Resolutions with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions adopting the 2022 Budgets, appropriating funds therefor and certifying mills.

Director Matters

Discuss Appointment of Board Members

The Boards noted that they wanted to appoint three new Board members to the Boards. No further action was taken.

Other Business

None.

Adjournment

There being no further business to come before the Boards and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting

Taylor Lilly

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 28th day of March, 2022.