

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

FLAT ROCK METROPOLITAN DISTRICT NOS. 1-4

Held: the 5th day of November, 2020, at 10:00 A.M., by
teleconference

Attendance

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

Michael Sheldon
Todd Johnson
Bruce Rau

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

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.

Director Matters

Consider Appointment of Directors

The Board discussed the appointment of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed the following officers:

Todd Johnson, Secretary / Treasurer
Michael Sheldon, President

Consent Agenda

Mr. Rowley presented the following matters for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the items on the consent agenda:

- Approval of Minutes from November 7, 2019 Special Meeting
- Approval of Notice to Electors Pursuant to § 32-1-809, C.R.S.
- Renewal of Property and Liability Coverage and Workers Compensation Coverage and SDA Membership
- Ratification of 2019 Audit Exemption Application
- Ratification of 2019 Annual Report

Public Comment

None.

Legal Matters

Consider Adoption of 2021 Annual Administrative Resolutions

Mr. Rowley presented the Boards with the 2021 Annual Administrative Resolutions for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions.

Discuss Legislative Updates

Mr. Rowley presented the Board with the Overview of 2020 Legislation Affecting Special Districts, Municipalities and Community Associations. No further action was necessary.

Consider Approval of the Third Amendment To Aurora Regional Improvement Authority No. 2 Establishment Agreement

Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Amendment.

Discuss New Regional Improvement Authority

Following discussion, upon a motion duly made and seconded, the Board assigned Director Sheldon as the Board Representative to the Authority.

Financial Matters

Consider Approval of Payment of Claims / Financials

Ms. Sedgeley presented the Boards with the Claims for consideration, and the District Financial Report. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Claims as presented and accepted the Financials.

Budget Amendment Hearing – Consider Adoption of Resolution Amending 2020 Budget

Not Needed.

Conduct Public Hearing on 2021 Budget and Consider Approval of Resolution Adopting 2021 Budgets

Director Johnson opened the public hearing on the 2021 budget. Mr. Rowley noted that notice for the public hearings was made in accordance with the applicable Colorado statutes. No written objections were received prior to the public hearings.

Ms. Sedgeley presented the proposed 2021 budget to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the budgets as presented and directed legal counsel to file the 2021 budget appropriately. After no public comment was made, the public hearings were closed.

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 29th day of September, 2021.