

# RECORD OF PROCEEDINGS

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## MINUTES OF THE COMBINED SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE

### FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 2 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3

Held: Saturday, December 2, 2023, 10:30 a.m.

#### **Attendance**

The combined special meeting of the Boards of Directors of the Fossil Ridge Metropolitan District Nos. 1-3 was called and held at 10:30 a.m., as shown, in accordance with Colorado law. The meeting was held virtually via ZOOM meeting conferencing. Mr. Birkeness inquired whether any of the Board members had any potential conflicts of interest on matters coming before the board. There were no conflicts disclosed. The following Directors were in attendance:

#### **District 1:**

Tom Waterman – President  
Dave McGraw – Vice President  
David Wilson – Treasurer  
Terry Larson – Secretary  
Mike Walker - Asst. Secretary

#### **District 2:**

Terry Larson – President  
Ted Michelsen - Vice President  
Alan Plumhoff – Treasurer  
Tom Waterman – Assistant Secretary

#### **District 3:**

Aaron Hochstein – President  
Andrew Amend – Vice President  
Mike McCleary – Treasurer  
Greg Taylor – Secretary  
Alana Bissonnette – Assistant Secretary

#### **Consultants:**

Mat Birkeness, Community Manager, Community Resource Services  
Dino Ross, Esp., Legal Counsel  
Kelly Duke, Esq., Legal Counsel  
Benjamin Larson, Esq., Legal Counsel

#### **Call to Order**

Quorums of the Boards were present, and the Directors confirmed their qualifications to serve. Mr. Birkeness confirmed that the meeting has been properly noticed. The meeting was called to order at 10:30 a.m. Director Bissonnette disclosed she is serving

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on the HOA board as well.

Director Reese was excused for his absence by FRMD #2 Director Larson by a motion to excuse. Upon a second by Director Michelsen a vote was taken and pass unanimously.

**Executive Session** Executive Session pursuant to C.R.S. 24-6-402(4)(b) to receive advice of legal counsel on the pending lawsuit with Solterra LLC (Brookfield)

- District 1: Director Walker moved to enter into executive session. Upon second by Director McGraw, a vote was taken, and the motion carried unanimously.
- District 2: Director Michelsen moved to enter into executive session. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.
- District 3: Director Hochstein moved to enter into executive session. Upon second by Director Amend, a vote was taken, and the motion carried unanimously.1

The Boards reconvened the public meeting at 12:25 p.m. by the following motions.

- District 1: Director Walker moved to adjourn executive session. Upon second by Director Wilson, a vote was taken, and the motion carried unanimously.
- District 2: Director Michelsen moved to adjourn executive session. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.
- District 3: Director Amend moved to adjourn executive session. Upon second by Director Taylor, a vote was taken, and the motion carried unanimously.

Dino Ross, legal counsel for FRMD Districts 1,2 and 3 certified for the record that the communications in executive session this evening constituted the attorney client privilege communication, were not recorded, and were limited to the matters properly noticed in the posted agenda.

**Adjournment** There being no further business to come before the Boards, the meeting was adjourned at 12:30 p.m. as follows:

- District 1: Director McGraw moved to adjourn the meeting. Upon second by

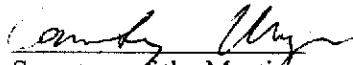
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Director Walker, a vote was taken, and the motion carried unanimously.

- District 2: Director Michelsen moved to adjourn the meeting. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.
- District 3: Director McCleary moved to adjourn the meeting. Upon second by Director Bissonette, a vote was taken, and the motion carried unanimously.

Respectfully submitted,

  
Secretary of the Meeting