

MINUTES OF THE SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

HANCE RANCH METROPOLITAN DISTRICT

Held: Wednesday, May 19, 2021, at 10:00 a.m. via
Teleconference

Due to the Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting will be held via teleconference.

Attendance

The special meeting of the Board of Directors of the Hance Ranch Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Matthew Gayda Cavanaugh
Guillaume Pouchot
Charles R. Hauptman

Also present: Kristin B. Tompkins, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Alex Fink, CliftonLarsonAllen LLP, District Accountant; Scott Bristol, Stillwater Community Management, District Manager.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest
Disclosures**

Ms. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy inquired into whether members of the Board 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

Ms. Murphy presented the agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda.

Public Comment

None.

Consent Agenda

Ms. Murphy reviewed the items on the consent agenda with the Board. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and/or adopted:

- Minutes from December 8, 2020 Special Meeting;
- Second Amended and Restated Resolution Concerning the Imposition of an Operations Fee; and
- 2020 Annual Report.

Management Matters

Approval of Independent Contractor Agreement with Environmental Landworks Company, Inc.

The Board engaged in discussion regarding an ICA with Environmental Landworks Company, Inc. for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Legal Matters

Consider Adoption of Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Hance Ranch Station, LLC

Ms. Murphy presented the Resolution Regarding Acceptance of District Eligible Costs for Public Improvements pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Hance Ranch Station, LLC for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Financial Matters

Consider Acceptance of 2020 Audit

Mr. Fink reviewed with the Board the 2020 Audit. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the 2020 Audit, subject to final legal review and auditor comments.

Consider Approval Cash
Position Schedule

Mr. Fink presented the cash position schedule dated December 31, 2020 and updated as of May 18, 2021 for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the cash position schedule.

Consider Approval of
Requisition No. 3

Mr. Fink presented the Board Requisition No. 3 for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved Requisition No. 3.

Discussion Regarding
Insurance Coverage

The Board discussed General Liability Insurance Umbrella Coverage. Following discussion, upon a motion duly made and seconded, the Board unanimously approved additional general liability insurance umbrella coverage up to \$8,000,000 and authorized Director Pouchot to bind additional coverage up.

Public Hearing on 2020
Budget Amendment and
Adoption of Resolution
Approving 2020 Budget

Director Cavanaugh opened the public hearing on the 2020 Budget Amendment. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Fink reviewed the Resolution Amending the 2020 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution amending the General Fund to \$60,000.

Other Business

None.

Adjourn

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

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


GUILLAUME POUCHOT (Oct 21, 2021 11:32 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 21st day of July, 2021.