

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

EASTERN HILLS METROPOLITAN DISTRICT NOS. 5 & 9-
11

Held: Thursday, December 27, 2021 at 9:00 a.m. via
teleconference.

Attendance

The joint special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

Jonathan Alpert
Marc Cooper
Eric Miller (District No. 5 only)

Director Cohen was absent and excused. All absences are deemed excused unless otherwise noted in these minutes.

Also present were Clint C. Waldron, Esq. and Allison L. Hanson, Senior Paralegal, White Bear Ankele Tanaka & Waldron, District General Counsel; Thomas Clark and Bryan Horan, Ventanna Capital, Inc.; Laura Heinrich, Esq., Spencer Fane; and Kaitlin Crandell, Alpert Companies.

Call to Order

Director Alpert called the meeting to order.

Declaration of Quorum/
Director Qualifications/
Reaffirmation of
Disclosures

Mr. Waldron reported that disclosures for those directors with potential or existing conflicts of interest 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. Waldron 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 Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of

action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Approval of Agenda

The Boards reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Consider Adoption of Resolutions Declaring Special District Return to Active Status (District Nos. 9-11)

Mr. Waldron reviewed the Resolutions Declaring Special District Return to Active Status with the Boards of District Nos. 9-11. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 9-11 unanimously adopted the Resolutions Declaring Special District Return to Active Status.

Public Comment

None.

Consent Agenda

The Boards reviewed the items on the consent agenda. Mr. Waldron advised the Boards 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 and adopted:

- Annual Report for District Nos. 9-11

Legal Matters

Public Hearing on Petition for Exclusion of Property

Director Alpert opened the public hearing on the Petition for Exclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Exclusion of Property (District No. 5)

Mr. Waldron reviewed the Resolution and Order for Exclusion of Property with the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 unanimously adopted the Resolution and Order for Exclusion of Property.

Public Hearing on Petition for Inclusion of Property (District No. 9)

Director Alpert opened the public hearing on the Petition for Inclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Inclusion of Property (District No. 9)

Mr. Waldron reviewed the Resolution and Order for Inclusion of Property with the Board of District No. 9. Following discussion, upon a motion duly made and seconded, the Board of District No. 9 unanimously adopted the Resolution and Order for Inclusion of Property.

Public Hearing on Petition for Inclusion of Property (District No. 10)

Director Alpert opened the public hearing on the Petition for Inclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Inclusion of Property (District No. 10)

Mr. Waldron reviewed the Resolution and Order for Inclusion of Property with the Board of District No. 10. Following discussion, upon a motion duly made and seconded, the Board of District No. 10 unanimously adopted the Resolution and Order for Inclusion of Property.

Public Hearing on Petition for Inclusion of Property (District No. 11)

Director Alpert opened the public hearing on the Petition for Inclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Inclusion of Property (District No. 11)

Mr. Waldron reviewed the Resolution and Order for Inclusion of Property with the Board of District No. 11. Following discussion, upon a motion duly made and seconded, the Board of District No. 11 unanimously adopted the Resolution and Order for Inclusion of Property.

Public Hearing on Petitions for Exclusion of Property (District No. 9)

Director Alpert opened the public hearing on the Petition for Exclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolutions and Order for Exclusion of Property (District No. 9)

Mr. Waldron reviewed the Resolution and Order for Exclusion of Property with the Board of District No. 9. The Board of District No. 9 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 9 unanimously determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Petitions

Director Alpert opened the public hearing on the Petition for

for Exclusion of Property (District No. 10) Exclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolutions and Order for Exclusion of Property (District No. 10) Mr. Waldron reviewed the Resolution and Order for Exclusion of Property with the Board of District No. 10. The Board of District No. 10 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 10 unanimously determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Petitions for Exclusion of Property (District No. 11) Director Alpert opened the public hearing on the Petition for Exclusion of Property. Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolutions and Order for Exclusion of Property (District No. 11) Mr. Waldron reviewed the Resolution and Order for Exclusion of Property with the Board of District No. 11. The Board of District No. 11 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 11 unanimously determined to grant the petition and adopt the resolution for exclusion.

Other Legal Matter None.

Financial Matters

Other Financial Matters None.

Directors' Items None.

Other Business

Discuss and Consider Engagement of Spencer Fane as District General Counsel (District Nos. 9-11) Ms. Heinrich reviewed the Engagement of Spencer Fane as District General Counsel with the Boards of District Nos. 9-11. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 9-11 unanimously approved the engagement, subject to the conveyance of the property to comprise District Nos. 9-11 on December 30, 2021.

Discuss and Consider Acceptance of the The Boards of District Nos. 9-11 engaged in general discussion and considered the Resignation of White Bear Ankele Tanaka &

Resignation of White Bear Ankele Tanaka & Waldron as District General Counsel (District Nos. 9-11)

Waldron as District General Counsel. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 9-11 unanimously approved the resignation, subject to the conveyance of the property to comprise District Nos. 9-11 on December 30, 2021.

Discuss vacancies on the Boards and consider appointment of eligible electors to the Boards of Directors (District Nos. 9-11). (Notice of Vacancies published December 16, 2021); Administer Oaths of Office

The Boards of District Nos. 9-11 discussed the vacancies on the Boards. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 9-11 unanimously approved the appointment of Thomas Clark and Bryan Horan. Director Alpert administered the oaths of office.

Consider Election of Officers; President, Secretary Treasurer

Deferred.

Adjourn

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.

Marc Cooper
[Marc Cooper \(Feb 23, 2022 17:21 MST\)](#)

District No. 5 Secretary for the Meeting

The foregoing minutes were approved by District No. 5 on this 23rd day of February, 2022.