

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

EASTERN HILLS METROPOLITAN DISTRICT NOS. 1, 2 & 8

Held: Wednesday, August 10, 2022 at 8:00 a.m. via Zoom
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

Also present were Clint C. Waldron, Esq., Megan J. Murphy, Esq., and Allison L. Hanson (paralegal), White Bear Ankele Tanaka & Waldron, District General Counsel; John Simmons, Simmons & Wheeler, District Accountant; Joe Knopinski, Oakwood Homes; Jennifer Ivey, Icenogle Seaver Pogue, General Counsel to Oakwood Homes; and Kaitlin Crandell, Alpert Companies.

Call to Order/Declaration of
Quorum

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

Director Conflict of Interest
Disclosures

Mr. Waldron advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Waldron 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. Mr. Waldron 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.

Public Hearing on Petition
for Inclusion of Property
(District No. 8)

Director Alpert opened the public hearing on the Petition for Inclusion of Property. Ms. Murphy 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. 8)

Ms. Murphy reviewed the Petition and Resolution and Order for Inclusion of Property with the Board of District No. 8. Following discussion, upon a motion duly made and seconded, the Board of District No. 8 determined to grant the petition and adopt the resolution.

Public Hearing on Petition
for Exclusion of Property
(District No. 1)

Director Alpert opened the public hearing on the Petition for Exclusion of Property. Ms. Murphy 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. 1)

Ms. Murphy reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 1. The Board of District No. 1 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. 1 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Petition
for Exclusion of Property
(District No. 2)

Director Alpert opened the public hearing on the Petition for Exclusion of Property. Ms. Murphy 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. 2)

Ms. Murphy reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board of District No. 2 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. 2 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Petition
for Exclusion of Property
(District No. 8)

Director Alpert opened the public hearing on the Petition for Exclusion of Property. Ms. Murphy 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. 8)

Ms. Murphy reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 8. The Board of District No. 8 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. 8 determined to grant the petition and adopt the resolution for exclusion.

Other Legal Matters

None.

Financial Matters

Discussion Regarding 2022 Budgets

Mr. Waldron noted that there are several items that need to be done within the next 90 days and it is White Bear Ankele Tanaka & Waldron's understanding that Oakwood's legal counsel will handle these items including adoption of 2022 Budgets.

Other Financial Matters

None.

Consider Appointment of Directors to Fill Vacancies (District Nos. 1 & 8)

The Boards of District Nos. 1 & 8 engaged in general discussion regarding appointments to fill vacancies. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 & 8 unanimously appointed Mr. Wyszynski and Mr. Carro to the Boards.

Consider Election of Officers – President, Secretary, Treasurer (District No. 2)

The Board of District No. 2 engaged in general discussion regarding the election of officers. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously appointed Director Miller as Secretary and Director Cooper as Treasurer.

Directors' Items

None.

Other Business

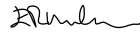
Consider Adoption of Resolution Declaring Return to Inactive Status (District No. 2)

Mr. Simmons inquired about payment of District invoices. Ms. Crandell noted that after the sale of property to Oakwood, District Nos. 1 & 8 invoices will need to be sent to Oakwood's legal counsel.

Adjourn

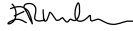
There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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



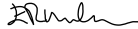
District No. 1 Secretary for the Meeting

The foregoing minutes were approved by District No. 1 on this 6th day of October, 2022.



District No. 2 Secretary for the Meeting

The foregoing minutes were approved by District No. 2 on this 6th day of October, 2022.



District No. 8 Secretary for the Meeting

The foregoing minutes were approved by District No. 8 on this 6th day of October, 2022.