

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

FLAT ROCK METROPOLITAN DISTRICT NOS. 1-4 AND  
PARKLANDS VILLAGE 2 METROPOLITAN DISTRICT NOS.  
1-4

Held: the 15<sup>th</sup> day of February, 2024, 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:

Cynthia Myers  
Nash Verano  
Mark Hensley  
Skyler Hager  
Taylor Lilly

Also present were: George M. Rowley, Esq. and Marissa Peck,  
Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law,  
District General Counsel; and Diane Wheeler and Daisey Garcia,  
Simmons & Wheeler, District Accountants.

**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 and the Parklands Village 2 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 second, the Boards unanimously approved the agenda as presented.

**Public Comment** None.

**Consent Agenda** Mr. Rowley reviewed the items on the consent agenda with the Boards. Mr. Rowley 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, ratified and adopted:

- a. Special Meeting Minutes from November 16, 2023 Meeting (Flat Rock MD Nos. 1-4)
- b. Claims as of February 15, 2024 (Flat Rock MD No. 1)
- c. Financial Statements as of December 31, 2023 (Flat Rock MD No. 1)
- d. Resolution Designating Meeting Notice Posting Location

**Legal Matters**

Discuss Authority Establishment Agreement Mr. Rowley discussed and outlined the next steps regarding the Authority Establish Agreement with the Board. He noted that Mr. Rhuland has provided an engagement letter for special counsel services for the Boards to review. Mr. Rowley explained how the financing between the Districts and the Authority will work.

Discuss Operation and Maintenance Overlay District and Potential Boundary Hearing Mr. Rowley requested guidance on the need for a potential boundary adjustment. Ms. Myers requested legal counsel proceed with gathering the necessary documentation.

Consider Engagement of Special Counsel for Districts Related to the Authority Agreement Mr. Rowley presented the Engagement Letter of Special Counsel for Districts related to the Authority Agreement for the Boards to review. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the letter.

Conduct Public Hearing on Exclusion of Property from Director Myers opened the public hearing on the Petition for Exclusion of Property (apartment parcel). Mr. Rowley noted that

District No. 1 (apartment parcel) and Consider Adoption of Resolution and Order for Exclusion of Property (Tract B)

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.

Mr. Rowley 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, the Board requested to table this matter until Century Communities was able to meet with their financing entities and district counsel to confirm this boundary change. No further action was taken.

**Other Business**

Next Regular Meeting – May 16, 2024 at 10:00 a.m.

**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

Mark Hensley  
Mark Hensley (Jan 29, 2025 14:40 MST)

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Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the \_\_\_ day of November, 2024.