

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
HORIZON METROPOLITAN DISTRICT NOS. 1-10 (THE “DISTRICT”)  
HELD  
FEBRUARY 24, 2022

A special meeting of the Boards of Directors (referred to hereafter as the “Boards”) of the Districts was convened on Thursday, February 24, 2022, at 1:00 p.m. via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### **Directors In Attendance Were:**

##### District Nos. 1-3

Karen Voit, President  
Jason Rutt, Secretary  
Lisa Garcia, Treasurer  
Steven Oser, Assistant Secretary  
David Crowder, Jr., Assistant Secretary

##### District Nos. 4-10

Karen Voit, President  
Lisa Garcia, Assistant Secretary

#### **Also, In Attendance Were:**

Josh Miller, Stephanie Odewumi, and Margaret Henderson; CliftonLarsonAllen LLP  
Stephanie Chichester, Nick Taylor, and Jack Kroll; North Slope Capital Advisors  
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.  
Mark Lester; LendLease Corporation

### ADMINISTRATIVE MATTERS

**Call to Order and Approval of Agenda:** Director Voit called the meeting to order at 1:03 p.m. The Boards reviewed the agenda for the special meeting. Following review, upon a motion duly made by Director Crowder, seconded by Director Voit and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

**Disclosures of Potential Conflicts of Interest:** The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Boards members prior to this meeting in accordance with statute. It was noted by Attorney Pogue that disclosures of potential conflicts of interest were

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filed with the Secretary of State for all Directors, and no additional conflicts were disclosed at the meeting.

**Quorum, Location of Meeting and Posting of Meeting Notice:** A quorum was confirmed. The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Boards meeting. Following discussion, and upon motion duly made by Director Voit, seconded by Director Crowder, and, upon vote, unanimously carried, the Boards determined that this meeting was conducted via Microsoft Teams, without any individuals (neither District representatives nor the general public) attending in person. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries were received.

**Public Comment:** There was no public comment.

**Minutes of the December 7, 2021 Special Meeting of District Nos. 1-10 and the February 3, 2022 Regular Meeting of District Nos. 1-3:** Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards approved the Minutes of the December 7, 2021 Special Meeting of District Nos. 1-10 and the February 3, 2022 Regular Meeting of District Nos. 1-3, as presented.

### FINANCIAL MATTERS

**Financing Committee, Engagement of Consultants and Budget Implications:** Director Crowder reviewed the proposal from North Slope Capital Advisors to the Boards, noting that their firm are financial advisors for Metropolitan Districts. Discussion ensued regarding Financing Committee members. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards appointed Directors Voit and Crowder to serve as members of the Financing Committee with multiple advisors, as follows: Andrew Lurie of LendLease, Mark Lester of LendLease, Jeremy Martin of LendLease, Peter Hoffman of LendLease, Stephanie Chichester of North Slope Capital Advisors, Nick Taylor of North Slope Capital Advisors, Jack Croele of North Slope Capital Advisors, Josh Miller of CLA, Margaret Henderson of CLA, and Alan Pogue of Icenogle Seaver Pogue, P.C. The North Slope Capital Advisors team introduced themselves and provided an overview of their services. It was noted that the proposal will be updated with all District Nos. included, and will be finalized for Boards' execution. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards approved the Proposal to Provide Financial Advisory Services from North Slope Capital Advisors, as amended. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards authorized the

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Financing Committee to assemble its advisors and items necessary to complete financing.

**Proposal to Provide Financial Advisory Services from North Slope Capital Advisors:** This item was discussed earlier in the meeting.

**Other:** None.

### LEGAL MATTERS

**Other:** Attorney Pogue informed that Self-Nomination forms will be due by 5:00 p.m. on February 25th for District Nos. 1-3. He stated that District Nos. 4-10 Directors will receive documents to qualify for the election to be completed on February 28<sup>th</sup>. Directors can be appointed at a meeting of the District(s) after that time.

### MANAGER MATTERS

**Other:** None.

### DIRECTOR MATTERS

**Programming and Engagement:** Mr. Miller informed the Boards that this topic will be discussed further in the summer for engaging social events. The Boards discussed covenant enforcement.

### OTHER BUSINESS

**Confirm Quorum for Next Meeting:** A quorum was confirmed for May 5, 2022 at 9:00 a.m.

### ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards the meeting at 1:45 p.m.

Respectfully submitted,

DocuSigned by:

*Jason Rutt*

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Secretary for the Meeting