

## **RECORD OF PROCEEDINGS**

### **MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF FOX HILL METROPOLITAN DISTRICT NO. 2 DOUGLAS COUNTY, COLORADO**

**HELD:** Tuesday, May 16, 2023, at 5:00 p.m. at 6120 Bridle Path Lane, Parker, CO 80134

#### **ATTENDANCE:**

A special meeting of the Board of Directors (the “Board”) of Fox Hill Metropolitan District No. 2 (the “District”) was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present:

Braden Mcloughlin, President  
Charles Howell, Treasurer  
Taryn Weiss, Secretary/Asst Treasurer  
Devin Capra, Director  
Robert T. Marks, Director

Absent:

None

Also present:

Alex Carlson, Andrea Weaver, and Kacee Sanders; Centennial Consulting Group, LLC  
Paul Rufien, P.C.  
Francis Gay  
8 Members of the community

#### **CALL TO ORDER:**

Mr. Carlson called the meeting to order at 5:02 p.m., explained the purpose of the meeting, and noted that a quorum of the Board was present.

#### **DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:**

Mr. Carlson discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and the Secretary of the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director is to verbally reveal their potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise. Mr. Carlson generally discussed contracting limitations between Directors and the Districts. The Board noted that general disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and updated disclosures regarding the board agenda as a transactional disclosure had been filed as well. Upon motion duly made, seconded and unanimously carried, the Board directed that said general disclosures be incorporated herein.

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### **APPROVAL OF THE AGENDA:**

The Board reviewed the agenda. Upon motion duly made by Director Howell, seconded by Director McLoughlin, and unanimously carried, the Board approved the agenda as amended, adding debt payment to the financials section of the agenda and moved presentation by Franktown Fire Protection District to be presented if the Board entered Executive Session.

### **ELECT OFFICERS:**

Upon motion duly made by Director McLoughlin, seconded by Director Weiss and unanimously carried, the Board appointed Director McLoughlin to be President, Director Weiss to be Secretary, Director Howell to be Treasurer, Director Marks to be Assistant Secretary/Assistant Treasurer, and Director Capra to be Assistant Secretary/Assistant Treasurer

### **PUBLIC COMMENT:**

None.

### **APPROVAL OF MINUTES:**

#### **April 11, 2023, Meeting Minutes**

The Board reviewed the minutes of the Special Meeting held on April 11, 2023. Upon motion duly made by Director Howell, seconded by Director McLoughlin, and unanimously carried, the Board approved the minutes as presented.

### **FINANCIAL ITEMS:**

#### **a. Bank Signature Cards**

Following discussion and upon motion duly made by Director Howell, seconded by Director Weiss, and unanimously carried, the Board authorized Director Howell and Director Weiss as bank signers with a \$10,000 limit. Centennial Consulting Group has been removed as an authorized signer on District 2 accounts.

#### **b. District #2 Unaudited Financial Statements for the Period Ending March 31, 2023**

Ms. Weaver presented the Unaudited Financial Statements. CCG agreed to post the financials to the website.

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**c. Water Enterprise Report to the Board RE: The Water System and Rate Change Imposed March 16, 2023**

Mr. Carlson agreed to send a community email regarding the new water rates as well as sending the Board his analysis of current water rates in nearby Districts.

**d. Debt Payment**

The Board and Ms. Weaver discussed the Debt Payment from District No. 2 to District No. 1.

**Engagement of Counsel**

Upon motion duly made by Director Howell, seconded by Director McLoughlin, and unanimously carried, the Board ratified the engagement of Paul Rufin as Counsel for Foxhill Metropolitan District No. 2.

**EXECUTIVE SESSION:**

Executive Session pursuant to §24-6-402(4)(b) and/or §24-6-402(4)(e), C.R.S. for the purpose of receiving legal advice regarding:

- a. To confer with and seek the advice of legal counsel regarding the district's service plan and intergovernmental agreements pursuant to C.R.S. 24-6-402(4)(b)

Upon motion duly made by Director McLoughlin, seconded by Director Howell, and unanimously carried, the Board entered Executive Session at 5:40 p.m.

Upon motion duly made by Director McLoughlin, seconded by Director Marks, and unanimously carried, the Board exited Executive Session at 6:05 p.m.

**LEGAL MATTERS**

**District Intergovernmental Agreement with District No. 2**

Following discussion and upon motion duly made by Director McLoughlin, seconded by Director Howell, and unanimously carried, the Board directed counsel; to terminate IGA per its clause, address the water rate change in relation to the service plan, and initiate a CORA request of District No. 1 financials.

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**Colorado Special Districts Insurance Pool Intergovernmental Agreement**

Upon motion duly made by Director Howell, seconded by Director Weiss, and unanimously carried, the Board agreed to table this item until the next meeting.

**DISCUSSION ITEMS:**

**Foxhill Real Estate Report**

Director Capra presented the Foxhill Real Estate Report.

**Regular Meeting Schedule**

Upon motion duly made by Director Capra, seconded by Director Howell, and unanimously carried, the Board will have monthly meetings on the second Tuesday of each month at 5:00 p.m.

**Entry Monument Lighting**

Mr. Carlson stated that he is already working on this project and will update the Board at the next meeting.

**Tree Removal Behind Lots 7 and 8 as well as the Area Behind the Southern Foxhill Entry and all Other Dead Trees at Fox Hill Entryways**

Mr. Carlson stated he has the landscaper scheduled to come and take care of this matter.

**COMMITTEE MATTERS:**

**Design Review Committee Report to the Board**

Director McLoughlin presented the report. No action was taken.

**OTHER MATTERS:**

**Unightly debris on District property; Lots 7 and 8**

This item was addressed earlier. Mr. Carlson has scheduled Cox Landscaping to remove the debris.

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**Measures to reduce speeding in community.**

Mr. Francis Gay will set up an appointment with the Franktown Fire Department to review requirements for installing speed bumps.

**ADJOURNMENT:**

There being no further business to come before the Board the meeting was adjourned.

The foregoing Minutes constitute a true and correct copy of the Minutes of the above-referenced meeting and were approved by the Boards of Directors of the Foxhill Metropolitan District No. 2.

*Taryn Weiss*

Taryn Weiss (Jun 21, 2023 10:28 MDT)

Secretary for the Meeting:

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