

MINUTES OF A JOINT REGULAR MEETING OF THE  
BOARDS OF DIRECTORS

OF

FIRELIGHT IRRIGATION METROPOLITAN DISTRICT,  
FIRELIGHT COMMERCIAL METROPOLITAN DISTRICT,  
FIRELIGHT RESIDENTIAL METROPOLITAN DISTRICT, &  
HIGHWAY 119 METROPOLITAN DISTRICT NOS. 4-10

Held: November 14, 2022, at 9:00 A.M.

The meeting was held via teleconference.

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Reggie Golden  
Dale Bruns  
Pagie Mathews

Also present were: Jennifer Gruber Tanaka, Esq., and Erin Stutz, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Phil Pike, Highway 119 Holdings, LLC; and Mark Meyer, Foundry Commercial.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Tanaka 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

Ms. Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka 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. Ms. Tanaka noted that a quorum was present and 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 Firelight Irrigation Metropolitan District, the Firelight Commercial Metropolitan District, the Firelight Residential Metropolitan District, and the Highway 119 Metropolitan District Nos. 4 through 10, inclusive and collectively.

Approval of Agenda Ms. Tanaka presented the Boards with the proposed agenda for the meeting. Upon motion of Mr. Mathews, seconded by Mr. Bruns, the Boards unanimously approved the agenda as presented.

Excusal of Absence The Boards noted the absence of Mr. Miles. Upon motion of Mr. Mathews, seconded by Mr. Bruns, the Boards unanimously excused his absence.

**PUBLIC COMMENT** None.

**CONSENT AGENDA** The Boards were presented with the consent agenda items. Upon motion of Mr. Golden, seconded by Mr. Bruns, the Boards unanimously took the following actions:

- a. Approved the Minutes for August 22, 2022, Joint Special Meeting
- b. Ratified the Payment of Claims (August 2022) (\$18,038.16)
- c. Ratified the Payment of Claims (September 2022) (\$36,478.67)
- d. Ratified the Payment of Claims (October 2022) (\$32,496.53)
- e. Accepted the Unaudited Financial Statements as of September 30, 2022
- f. Adopted Resolution No. 2022-11-01: Joint Annual Administrative Matters
- g. Adopted Resolution No. 2022-11-02: Joint Resolution Calling May 2023 Election (Irrigation District, Commercial District, Residential District)
- h. Adopted Resolution No. 2022-11-03: Joint Resolution Calling May 2023 Election (District Nos. 4-10)
- i. Approved the Proposal with Heatherly Creative for Website Maintenance in 2023 (Irrigation District, Commercial District, Residential District)
- j. Approved the Proposal with Heatherly Creative for Website Maintenance in 2023 (District Nos. 4-10)
- k. Approved the Seventh Amendment to Independent Contractor Agreement with Schilling & Company
- l. Approved the Engagement Letter with Dazzio & Associates for 2022 Audit Services

- m. Approved the Independent Contractor Agreement with Atwell, LLC for Engineering Services

**FINANCIAL MATTERS**

Public Hearings on 2022 Budget Amendments and Adoption of Resolution No. 2022-11-04 (Irrigation District) and Resolution No. 2022-11-05 (Commercial District)

The public hearings on the 2022 budget amendments for the Firelight Irrigation Metropolitan District and the Firelight Commercial Metropolitan District were opened. Ms. Tanaka reported that notice of the public hearings was provided in accordance with Colorado law and no written objections were received. There being no public comment the hearings were closed. Mr. Schilling reviewed the amendments with the Boards.

Upon motion of Mr. Mathews, seconded by Mr. Bruns, the Boards unanimously approved the 2022 budget amendments and adopted Resolution No. 2022-11-04 (Irrigation District) and Resolution No. 2022-11-05 (Commercial District).

Public Hearings on 2023 Budgets and Adoption of Resolution Nos. 2022-11-06 (Irrigation District), 2022-11-07 (Commercial District), 2022-11-08 (Residential District), 2022-11-09 (District No. 4), 2022-11-10 (District No. 5), 2022-11-11 (District No. 6), 2022-11-12 (District No. 7), 2022-11-13 (District No. 8), 2022-11-14 (District No. 9), 2022-11-15 (District No. 10): Adopting Budget, Imposing Mill Levy and Appropriating Funds

The public hearings on the 2023 budgets for the Districts were opened. Ms. Tanaka reported that notice of the public hearings was provided in accordance with Colorado law and no written objections were received. There being no public comment the hearings were closed. Mr. Schilling reviewed the proposed budgets with the Boards.

Upon motion of Mr. Mathews, seconded by Mr. Bruns, the Boards unanimously approved the 2023 budgets and adopted Resolution Nos. 2022-11-06 (Irrigation District), 2022-11-07 (Commercial District), 2022-11-08 (Residential District), 2022-11-09 (District No. 4), 2022-11-10 (District No. 5), 2022-11-11 (District No. 6), 2022-11-12 (District No. 7), 2022-11-13 (District No. 8), 2022-11-14 (District No. 9), 2022-11-15 (District No. 10): Adopting Budget, Imposing Mill Levy and Appropriating Funds.

Change in Banks for Checking Accounts (Firelight Districts)

The Boards of the Firelight Districts discussed a change in banking institutions to High Plains Bank. Mr. Schilling confirmed that High Plains Bank is compliant with the PDPA, and, therefore, is an eligible banking institution for the Districts to use. The Boards designated Dale Bruns and Reggie Golden as signors on the accounts.

Upon motion of Mr. Mathews, seconded by Mr. Bruns, the Boards unanimously approved moving the Firelight Districts' checking accounts from FirstBank to High Plains Bank.

ColoTrust Account (Firelight Residential)

The Board of the Firelight Residential District discussed opening a ColoTrust account for the Firelight Residential District.

The Board designated Dale Bruns, Reggie Golden and Neil Schilling as signors on the account.

Upon motion of Mr. Mathews, seconded by Mr. Bruns, the Board unanimously approved the opening of the ColoTrust account and adopted a resolution to this effect.

## LEGAL MATTERS

Approval of Intergovernmental Agreement with Left Hand Water District Concerning Non-Potable Irrigation Water Supply for the Firelight Development (Firelight Districts)

Ms. Tanaka presented the Boards of the Firelight Districts with the Intergovernmental Agreement with Left Hand Water District Concerning Non-Potable Irrigation Water Supply for the Firelight Development (“Left Hand IGA”) noting that the Left Hand IGA is required by the Districts’ service plan for the Firelight Districts to provide non-potable water service.

Upon motion of Mr. Golden, seconded by Mr. Mathews, the Boards unanimously approved the Left Hand IGA, subject to final legal review and finalization.

Approval of Deed and Acceptance of Water Rights (Firelight Irrigation Metropolitan District)

Ms. Tanaka noted that as part of the Left Hand IGA, Firelight Development Company, Inc., is required to deed over certain water rights to the Firelight Irrigation Metropolitan District and such conveyance is a condition of the Left Hand IGA. It was noted that there will be a separate reimbursement agreement between the District and Firelight Development Company, Inc., addressing reimbursement by the District of the appraised value of the water rights conveyed.

Upon motion of Mr. Golden, seconded by Mr. Mathews, the Board unanimously approved the deed and the acceptance of the Water Rights from Firelight Development Company, Inc., as required by the Left Hand IGA, subject to final legal review and finalization.

## OTHER BUSINESS

Next Meeting Date

The Boards determined to cancel the December meeting. The next meeting is scheduled for January 9, 2023, at 9:00 A.M.

## ADJOURNMENT

There being no further business to be conducted, the meeting was adjourned.

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

*Dale Bruns*

Dale Bruns (Apr 11, 2023 07:51 MDT)

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Secretary for the Meeting