

MINUTES OF A JOINT SPECIAL 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: April 10, 2023, at 10:00 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
Stephen Miles

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; Chris Sveum, Atwell, LLC; and Zach Bishop, Piper Sandler.

**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. Miles, seconded by Mr. Bruns, the Boards unanimously approved the agenda as amended to clarify the payment periods for the payment of claims under the Consent Agenda.

PUBLIC COMMENT None.

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

- a. Approved the Minutes for November 14, 2022, Joint Regular Meeting
- b. Ratified the Payment of Claims as of December 1, 2022 (November 2022) (\$13,812.64)
- c. Ratified the Payment of Claims as of January 31, 2023 (for December 2022) (\$16,681.38)
- d. Ratified the Payment of Claims as of February 26, 2023 (for January 2023) (\$9,905.08)
- e. Ratified the Payment of Claims as of March 16, 2023 (for February 2023) (\$22,827.46)
- f. REMOVED
- g. Accepted the Unaudited Financial Statements as of December 31, 2022
- h. Adopted Resolution No. 2023-04-01: Regarding Changing the Name of Highway Metropolitan District No. 4 to Whispering Waters Irrigation Metropolitan District
- i. Adopted Resolution No. 2023-04-02: Regarding Changing the Name of Highway Metropolitan District No. 5 to Whispering Waters Metropolitan District No. 1
- j. Adopted Resolution No. 2023-04-03: Regarding Changing the Name of Highway Metropolitan District No. 6 to Whispering Waters Metropolitan District No. 2
- k. Adopted Resolution No. 2023-04-04: Regarding Changing the Name of Highway Metropolitan District No. 7 to Whispering Waters Metropolitan District No. 3
- l. Adopted Resolution No. 2023-04-05: Regarding Changing the Name of Highway Metropolitan District No. 8 to Whispering Waters Metropolitan District No. 4
- m. Adopted Resolution No. 2023-04-06: Regarding Changing

- the Name of Highway Metropolitan District No. 9 to Whispering Waters Metropolitan District No. 5
- n. Adopted Resolution No. 2023-04-07: Regarding Changing the Name of Highway Metropolitan District No. 10 to Whispering Waters Metropolitan District No. 6
- o. Ratified the Independent Contractor Agreement with Bishop-Brodgen Associates, Inc. d/b/a BBA Water Consultants, Inc. for Water Rights Valuation Services (Firelight Irrigation)
- p. Ratified the Independent Contractor Agreement with Raftelis Financial Consultants, Inc. d/b/a Raftelis for Water Rate Study Services (Firelight Irrigation)
- q. Ratified the Second Addendum to Independent Contractor Agreement with Atwell, Inc. (Firelight Irrigation)
- r. Ratified the Public Improvements Acquisition and Reimbursement Agreement with Firelight Development, Inc. (Firelight Irrigation)

FINANCIAL MATTERS

Mr. Schilling provided an update on the property tax and SOT revenue received to date noting that the Residential District has only received some SOTs to date whereas the Commercial District has received some property taxes in addition to the SOTs.

LEGAL MATTERS

Amended and Restated Service Plan for District Nos. 4-10

Mr. Bruns and Ms. Sveum reported that they anticipate submitting the preliminary plat to the Town next week. Ms. Sveum noted that she should have the engineering exhibits needed for the Service Plan by the end of this week.

Status of May 2023 Election

Ms. Tanaka reported that because there were not more people running for the positions up for election that the elections were able to be cancelled and Mr. Golden and Mr. Mathews are deemed elected by acclamation. The oaths of office for Messrs. Golden and Mathews will be provided after the election date for filing with the DLG and the District Court.

OTHER BUSINESS

Storm Sewer Outfall

Mr. Bruns reported that a long storm sewer pipe and outfall structure are required for the development. He noted that the hydraulics were approved last week and they are prepared to start building the infrastructure. He noted the storm sewer is necessary not only for the Firelight Districts but also for the Highway 119 Districts. He will evaluate the funding needs to determine whether the project will be bid and constructed by the Districts or whether it will be constructed by the developer with future reimbursement.

Next Meeting Date

The next meeting is scheduled for May 8, 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 \(Jul 11, 2023 02:15 MDT\)](#)

Secretary for the Meeting