

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

FIRELIGHT IRRIGATION METROPOLITAN DISTRICT,  
FIRELIGHT COMMERCIAL METROPOLITAN DISTRICT,  
FIRELIGHT RESIDENTIAL METROPOLITAN DISTRICT,  
WHISPERING WATERS IRRIGATION METROPOLITAN  
DISTRICT, AND WHISPERING WATERS METROPOLITAN  
DISTRICT NOS. 1-6

Held: July 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  
Paige Mathews  
Stephen Miles

Also present were: Erin Stutz, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Phil Pike, Highway 119 Holdings, LLC; Chris Sveum, Atwell, Inc.; and Neil Schilling, Schilling and Company, Inc., District Accountant.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Stutz 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. Stutz advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Stutz 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. Stutz 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 Firelight Irrigation Metropolitan District, Firelight Commercial Metropolitan District, Firelight Residential Metropolitan District, Whispering Waters Irrigation Metropolitan District, and Whispering Waters Irrigation Metropolitan District Nos. 1 through 6, inclusive and collectively.

Approval of Agenda

Ms. Stutz presented the Boards with the proposed agenda for the meeting. Upon motion of Mr. Miles, seconded by Mr. Mathews, 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. Miles, seconded by Mr. Bruns, the Boards unanimously took the following actions:

- a. Approval of Minutes for April 10, 2023, Joint Special Meeting
- b. Ratification of Payment of Claims (April 2023) (\$9,199.45)
- c. Ratification of Payment of Claims (May 2023) (\$20,674.41)
- d. Ratification of Payment of Claims (June 2023) (\$27,374.04)
- e. Acceptance of Unaudited Financial Statements as of May 31, 2023
- f. Ratification of Independent Contractor Agreement with Independent District Engineering Services, LLC (Firelight Irrigation Metropolitan District)
- g. Ratification of Third Addendum to Independent Contractor Agreement with Atwell, Inc. (Firelight Irrigation Metropolitan District)

Mr. Bruns inquired about Independent District Engineering Services, LLC's review costs, whether their costs will go down with the next cost certification, and whether the cost is comparable for this type of work. Ms. Stutz to follow up with Independent District Engineering Services, LLC.

**FINANCIAL MATTERS**

Adoption of Resolution No. 2023-07-01: Resolution Regarding Acceptance of District Eligible Costs

Ms. Stutz presented the Board of Firelight Irrigation Metropolitan District with Resolution No. 2023-07-01: Resolution Regarding Acceptance of District Eligible Costs. Upon motion of Mr. Miles,

(Firelight Irrigation  
Metropolitan District)

seconded by Mr. Bruns, the Boards unanimously approved the resolution.

Approval of Audit  
Extension (Firelight  
Irrigation Metropolitan  
District)

Mr. Shilling reported that Firelight Irrigation Metropolitan District’s audit extension has been accepted by the State. Upon motion of Mr. Bruns, seconded by Mr. Miles, the Boards unanimously approved the audit extension.

**LEGAL MATTERS**

Amended and Restated  
Service Plan for Whispering  
Waters Irrigation  
Metropolitan District and  
Whispering Waters  
Metropolitan District Nos. 1-  
6

Ms. Sveum notes they are working on grading and will prepare a submittal to the Town once grading is finalized. Mr. Bruns notes Whispering Waters property sale is moving forward. Ms. Stutz notes the Amended and Restated Service Plan is drafted.

**OTHER BUSINESS**

Discuss and Consider  
Engagement of Public  
Alliance for District  
Management Services

The Board engaged in a discussion regarding the engagement of district management services. Ms. Stutz presented Public Alliance’s proposal for district management services. Mr. Golden requests a proposal from CliftonLarsonAllen, LLLP as well. This matter was deferred to the next meeting.

Next Meeting Date

The next meeting is scheduled for August 14, 2023, at 10:00 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.

DocuSigned by:  
*Dale Bruns*  
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Secretary for the Meeting