

MINUTES OF A JOINT REGULAR MEETING OF THE BOARD
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: Monday, December 11, 2023, 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
Paige Mathews

Following discussion, upon motion made by Director Bruns, seconded by Director Mathews and, upon vote, unanimously carried, the absence of Director Miles was excused.

Also present were:

AJ Beckman, Public Alliance LLC, District Manager; Jennifer Gruber Tanaka, Esq., and Erin K. Stutz, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Neil Schilling, Schilling and Company, Inc., District Accountant; Phil Pike, Highway 119 Holdings, LLC.

**ADMINISTRATIVE
MATTERS**

Call to Order: The meeting was called to order at 9:05 a.m.

Declaration of Quorum and Confirmation of Director Qualifications: Mr. Beckman noted that a quorum for each of the Boards was present and the directors confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest: Attorney Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Tanaka reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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. Attorney Tanaka 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.

Agenda: The Boards reviewed the proposed agenda.

Following discussion, upon a motion duly made by Director Mathews, seconded by Director Bruns, and upon vote, unanimously carried, the Boards approved the agenda as presented.

Public Comment

There was no public in attendance.

Consent Agenda

The following items on the consent agenda were considered routine or administrative. Following a summary by Mr. Beckman, upon motion duly made Director Bruns, seconded by Director Mathews, and upon vote, unanimously carried, the Boards took the following actions:

Firelight Districts

- Approved Minutes for November 13, 2023, Joint Regular Meeting.
- Ratified of Payment of Claims (November 2023) (\$27,939.87).
- Approved Partial Termination of Amended and Restated District Services Agreement.

Whispering Water Districts

- Approved Minutes for November 13, 2023, Joint Regular Meeting.
- Ratified Engagement Letter from Michael E. Davis, LLC for special counsel legal services.
- Approved Partial Termination of Amended and Restated District Services Agreement.
- Approved District Services Agreement (Whispering Waters Irrigation and District Nos. 1-6).

Management Matters

Non-Potable Water Service Operations Fees: Mr. Beckman reported that he and Director Bruns will be meeting with Mr. Christiano with Raftelis to discuss the establishment of an operations fee structure for the Firelight Irrigation Metropolitan District.

Addenda to the Management Services Agreements with Public Alliance LLC for Management Services: The Boards reviewed an Addenda to the Management Services Agreements with Public Alliance LLC for management services.

Following discussion, upon a motion duly made by Director Bruns, seconded by Director Golden, and upon vote, unanimously carried, the Boards approved the Addenda to the Management Services Agreements with Public Alliance LLC for management services.

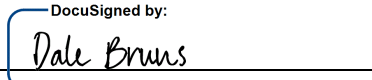
Other Business

Next Meeting: The next meeting is scheduled for January 9, 2024, at 10:00 A.M.

Adjournment

Upon a motion duly made by Director Bruns, seconded by Director Mathews, and upon vote, unanimously carried, the meeting was adjourned at 9:11 A.M.

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

DocuSigned by:

Secretary for the Meeting