

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CIMARRON METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JUNE 1, 2023

A special meeting of the Board of Directors (referred to hereafter as “Board”) of the Cimarron Metropolitan District (referred to hereafter as the “District”) was convened on Thursday, June 1, 2023, at 2:00 p.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Brian Mulvany
Patrick Vaughn
Brian Daly

Also In Attendance Were:

Lisa Johnson and Michael Jensen; CliftonLarsonAllen LLP (“CLA”)
Megan Becher, Esq.; McGeady Becher P.C.

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: The meeting was called to order at 2:00 p.m. There was distributed, for the Board’s review and approval, a proposed agenda for the District’s special meeting. Following review, upon a motion duly made by Director Vaughn, seconded by Director Mulvany and upon vote unanimously carried, the Board approved the agenda, as presented.

Disclosures of potential conflicts of interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Becher requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute, noting that conflict disclosure statements for all of the Directors have been filed, and that no additional conflicts were disclosed at the meeting.

Quorum, location of meeting, and posting of meeting notices: It was noted that a quorum was present. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. The Board determined that the meeting would be held in a virtual manner, with participants attending by video/telephonic means. It was noted that the notice of the location and manner of the meeting was duly posted, and that no objections to the location and manner of the meeting or any requests that the location and manner of the meeting be changed by taxpaying

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electors within the District boundaries have been received.

Results of Cancelled May 2, 2023 Regular Directors' Election and Appointment of Officers: Attorney Becher informed the Board that the May 2, 2023 Regular Election was cancelled, as permitted by statute, as there were not more candidates than seats available. It was noted that Director Vaughn was deemed elected to a 4-year term ending in May 2027, and that Directors Daly and Mulvany were each deemed elected to 2-year terms ending in May 2025.

Following discussion, upon motion duly made by Director Mulvany, seconded by Director Vaughn and upon vote unanimously carried, the following slate of officers was appointed for the District:

President: Brian Mulvany
Secretary: Patrick Vaughn
Treasurer: Brian Daly

PUBLIC COMMENT There was no public comment.

CONSENT AGENDA **Approve Minutes of the March 21, 2023 Regular Meeting**

Following review, upon a motion duly made by Director Vaughn, seconded by Director Mulvany and upon vote unanimously carried, the Board approved the consent agenda item, as presented.

FINANCIAL MATTERS There were no financial matters.

LEGAL MATTERS **Plaintiffs' Complaint and Jury Demand in Jefferson County District Court Case No. 2023CV30558 – Batton, David et al. v. Remington Homes at Candelas LLC et al.:** Attorney Becher reviewed the Plaintiff's Complaint and Jury Demand with the Board. Following review and discussion, upon a motion duly made by Director Mulvany, seconded by Director Daly and upon vote unanimously carried, the Board acknowledged receipt of Plaintiffs' Complaint and Jury Demand in Jefferson County District Court Case No. 2023CV30558 – Batton, David et al. v. Remington Homes at Candelas LLC et al. (filed April 25, 2023), and acknowledged Cimarron Metropolitan District's Motion to Dismiss Plaintiffs' Complaint and Jury Demand for Lack of Subject Matter Jurisdiction (filed May 23, 2023).

Transfer of District legal files from Brownstein Hyatt Farber Schreck, LLP to GPMB, LLC, d/b/a Garnett Powell Maximon Barlow: Attorney Becher discussed the transfer of District legal files with the Board. Following discussion, upon a motion duly made by Director Mulvany, seconded by Director Daly and upon vote unanimously carried, the Board authorized the

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transfer of District legal files from Brownstein Hyatt Farber Schreck, LLP to GPMB, LLC, d/b/a Garnett Powell Maximon Barlow, and authorized the execution of Transfer Letter regarding same.

Engagement of GPMB, LLC, d/b/a Garnett Powell Maximon Barlow as Special Counsel and Execution of Retainer Letter. Authorization of Necessary Actions in Conjunction with the Transition of Legal Counsel from Brownstein Hyatt Farber Schreck, LLP to GPMB, LLC, d/b/a Garnett Powell Maximon Barlow: Attorney Becher discussed the engagement of GPMB, LLC with the Board. Following discussion, upon a motion duly made by Director Mulvany, seconded by Director Daly and upon vote unanimously carried, the Board approved the engagement of GPMB, LLC, d/b/a Garnett Powell Maximon Barlow as special counsel and authorized the execution of the retainer letter, and authorized any necessary actions in conjunction with the transition of legal counsel from Brownstein Hyatt Farber Schreck, LLP to GPMB, LLC, d/b/a Garnett Powell Maximon Barlow.

Amendment or Replacement of July 21, 2022 Joint Defense and Common Interest Agreement between the District and Arvada Residential Partners, LLC relating to Engagement of GPMB, LLC, d/b/a Garnett Powell Maximon Barlow as Special Counsel: Attorney Becher discussed the amendment or replacement of the Joint Defense and Common Interest Agreement with the Board. Following discussion, upon a motion duly made by Director Mulvany, seconded by Director Daly and upon vote unanimously carried, the Board approved the amendment or replacement of the July 21, 2022 Joint Defense and Common Interest Agreement between the District and Arvada Residential Partners, LLC relating to engagement of GPMB, LLC, d/b/a Garnett Powell Maximon Barlow as special counsel, subject to final review by legal counsel.

CAPITAL IMPROVEMENTS

There were no capital improvements items.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

Upon a motion duly made by Director Mulvany, seconded by Director Vaughn and upon vote unanimously carried, the Board adjourned the meeting at 2:23 p.m.

Respectfully submitted,

DocuSigned by:

Patrick Vaughn

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Secretary for the Meeting