

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
FOOTHILLS METROPOLITAN DISTRICT (THE "DISTRICT")
HELD
APRIL 5, 2023

A regular meeting of the Board of Directors of the Foothills Metropolitan District (referred to hereafter as the "Board") was convened on Wednesday, April 5, 2023 at 2:30 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Rishi Loona, President
Josh Kane, Treasurer
Patrick Bunyard, Assistant Secretary
Tim DePeder, Assistant Secretary

Also in Attendance Were:

Denise Denslow, Carrie Bartow, Curtis Bourgouin & Sandy Brandenburger;
CliftonLarsonAllen LLP ("CLA")
Alan Pogue; Icenogle Seaver Pogue, P.C.

ADMINISTRATIVE MATTERS

Call to Order: Ms. Denslow called the meeting to order at 2:33 p.m.

Disclosures of Potential Conflicts of Interest: Mr. Pogue noted that disclosures had been filed.

Approval of Agenda: Upon a motion duly made by Director Kane, seconded by Director Bunyard and, upon vote, unanimously carried, the Board amended the Agenda with the addition of the Colorado Asphalt Works Inc Proposal review under Manager Items.

Public Comment: None.

Acceptance of Clyde Wood's Resignation: Following discussion, upon a motion duly made by Director Kane, seconded by President Loona and, upon vote, unanimously carried, the Board accepted Clyde Wood's resignation.

CONSENT AGENDA

Minutes of the February 17, 2023 Special Meeting:
Ratification of Claims Totaling \$171,099.57:

Ms. Denslow reviewed with the Board. Director Kane inquired about security invoices. The Board discussed the bill.com process due to Clyde Wood's resignation from the Board. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director Bunyard and, upon vote,

RECORD OF PROCEEDINGS

unanimously carried, the Board approved the Consent Agenda items as presented.

FINANCIAL MATTERS

February 28, 2023 Unaudited Financial Statements and April 2023 Cash Position Report: Mr. Bourgoiu reviewed with the Board. Attorney Pogue relayed discussion regarding new expectations with McWhinney. Director Kane requested that Attorney Pogue set up meeting with Clyde Wood, Mike Tonniges and CLA to have further discussions. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Bunyard and, upon vote, unanimously carried, the Board accepted the February 28, 2023 Unaudited Financial Statements and April 2023 Cash Position Report as presented.

Other: The 2023 Budget was revisited with discussion following regarding the composition of anticipated developer advances for capital projects.

LEGAL MATTERS

Other: Attorney Pogue informed the Board that the May 2, 2023 Election has been cancelled, and Directors Bunyard, DePeder and Loona will be up for re-election.

MANAGER ITEMS

Ratify Green Thumb Plantscape Maintenance Agreement: Ms. Denslow reviewed the agreement with the Board. Following review, upon a motion duly made by Director Kane, seconded by President Loona and, upon vote, unanimously carried, the Board ratified the Green Thumb Plantscape Maintenance Agreement as presented.

Ratify Green Thumb Plantscape Exterior Annuals Agreement: Ms. Denslow reviewed the agreement with the Board. Following review, upon a motion duly made by Director Kane, seconded by President Loona and, upon vote, unanimously carried, the Board ratified the Green Thumb Plantscape Exterior Annuals Agreement as presented

Other: Review Colorado Asphalt Works Inc. Proposal for Repairs: Ms. Denslow reviewed with the Board. Following review, upon a motion duly made by Director Kane, seconded by Director Bunyard and, upon vote, unanimously carried, the Board approved the Colorado Asphalt Works Inc. Proposal as presented. CLA will send the formal prepared contract for signatures and will bring back to the June meeting for ratification of approval.

DIRECTOR ITEMS

Discuss Vacant Director Position: Attorney Pogue noted that Clyde Wood's seat would be re-filled after the May 2, 2023 Election and his office will publish a Notice of Vacancy to fill the seat.

RECORD OF PROCEEDINGS

OTHER
BUSINESS

None.

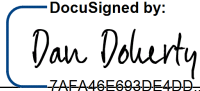
EXECUTIVE
SESSION

Executive Session pursuant to Section 24-6-402(4)(e), C.R.S., if needed: Not needed.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 3:14 p.m.

Respectfully submitted,

By  7AFA48E693DE4DD...
Secretary for the Meeting