

RECORD OF PROCEEDINGS

MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF THE
PLAINS METROPOLITAN DISTRICT
HELD
AUGUST 15, 2024

The Regular Meeting of the Board of Directors of the Plains Metropolitan District (referred to hereafter as "Board") was convened on Thursday, August 15, 2024 at 12:00 p.m. at KC & Associates, 10106 W. San Juan Way, Suite 210, Littleton, Colorado 80127. The meeting was open to the public.

ATTENDANCE

Directors in Attendance:

Scott Burrows
Joe Pickard
Kathy Tourney via Zoom
Steve Langer via Zoom

Also in Attendance were:

Shannon Smith Johnson, Esq.; Icenogle Seaver Pogue, P.C.
David B. Peak; District Manager

CALL TO ORDER

A motion was duly made by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the Board called the meeting to order. Director Christensen was not in attendance and was excused.

DISCLOSURE MATTERS

Ms. Smith Johnson advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required by Colorado law, to permit official action be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Director Burrows disclosed his provision of accounting and tax consulting services for Dallas Tourney, Inc, an owner of property within the District. Director Burrows also disclosed his directorship in Hogback Metropolitan District. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Langer disclosed his ownership interest in Briarwood Gardens Properties, LLC, an owner of property within the District. Director Langer also disclosed his directorship in Ken-Caryl Office Park Association. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Christensen disclosed her ownership interest in certain real property located in the District. Director Christensen also disclosed her ownership interest and officership as President of KC & Associates, LLC. This disclosure is associated with approval of items on the agenda that may affect her interests.

Director Pickard disclosed his ownership interest in certain real property located within the District. Director Pickard also disclosed his ownership interest in Pickard Law and his directorship in Ken-Caryl Office Park Association. This disclosure is associated with approval of items on the agenda that may affect his interests.

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Director Tourney disclosure her ownership interest in certain real property located within the District. Director Tourney also disclosed her ownership interest and officership in Dallas W Tourney, Inc. Director Tourney disclosed her membership in Ken-Caryl Office Park Association. This disclosure is associated with approval of items on the agenda that may affect her interests.

APPROVAL OF AGENDA

This Regular Board Meeting was held in-person and open to the public. Following review and discussion, upon a motion duly made by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the Board approved the Agenda.

APPROVAL OF MINUTES

Following review and discussion, upon a motion duly made by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the Board approved the Minutes of the June 6, 2024 Regular Meeting and the July 29, 2024 Special Meeting Minutes.

COMMUNITY COMMENT

None.

FINANCIAL MATTERS

A. Review and Approve Cash Position as of August 13, 2024

Mr. Peak reviewed the Cash Position Schedule as of August 13, 2024. The Board accepted the August 13, 2024 Cash Position Schedule as presented by Mr. Peak.

B. Approval of June, July and August 2024 Received Claims

After review, and upon a motion duly made by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the Board approved the June, July, and August 2024 claims totaling \$277,695.01 for check numbers 2347–2384. Check number 2379 for \$92.35 to Kathy Christensen was voided.

C. Review the Unaudited 2024 Quarterly Financials as of June 2024

Mr. Peak presented the Unaudited 2024 Quarterly Financials as of March 2024, and after review, and upon a motion duly made, by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the Board approved the Unaudited 2024 Quarterly Financials as of June 2024 as presented.

ADMINISTRATIVE MATTERS

A. Review and Consider Approval of the Work Order for the Removal of Dead Shrubs and Plants on Ken Caryl Avenue from Keesen Landscape

Mr. Peak reviewed the work order from Keesen Landscape to remove dead shrubs and plants on Ken Caryl Avenue. After a brief discussion, and upon a motion duly made by Director Burrows, and seconded by Director Langer, and upon vote, unanimously carried, the Board approved the dead shrubs and plants work order for \$1,316.87 from Keesen Landscape.

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BOARD MATTERS

- A. Other

None.

LEGAL MATTERS

- A. Legislative Update

Ms. Smith Johnson reviewed the highlights of her firm's Summary Report of the Colorado State 2024 Legislation that could possibly impact the Plains Metropolitan District. No Board action was required following the presentation.

- B. Executive Session

Executive session pursuant to Sections 24-6-402(4)(b) and 24-6-402(4)(e), C.R.S. for the purpose of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to real property acquisition from In Play Membership, Inc.

Director Burrows moved that the Board convene into executive session pursuant to Section 24-6-402(4)(a), (b), and (e), C.R.S. for the purpose of conferring regarding the purchase of real property, receiving legal advice on specific legal questions, and determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to potential real property acquisition from In Play Membership, Inc. Director Pickard seconded the motion, which was unanimously approved by the Board of Directors at 12:26 p.m.

At approximately 12:42 p.m. upon a motion duly made by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the Board returned from executive session.

No Board action was taken during the executive session.

- C. Review and Consider Agreement with Ken-Caryl Ranch Master Association regarding Deer Creek Property Acquisition

Ms. Smith Johnson reported that she had just received a draft agreement from Ken Caryl Master Association's attorney, Carey Smith regarding the Deer Creek property and has not had time to review the document but anticipates a site walk through with the Master Association's staff to finalize the agreement.

OTHER BUSINESS

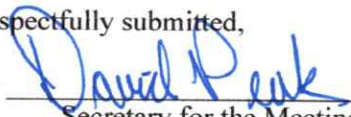
- A. A quorum was confirmed for the next Regular Board Meeting - October 17, 2024 at 12 p.m. - KC & Associates, 10106 W. San Juan Way, Suite 210, Littleton, CO 80127.

ADJOURNMENT

Upon a motion duly made, by Director Burrows, and seconded by Director Pickard, and upon vote, unanimously carried, the meeting was adjourned at approximately 1:45 p.m.

Respectfully submitted,

By


Secretary for the Meeting