

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF

BRIGHTON CROSSING METROPOLITAN DISTRICT NOS. 5-8

HELD

October 27, 2021

The Combined Special Meeting of the Board of Directors of Brighton Crossing Metropolitan District No. 5, Brighton Crossing Metropolitan District No. 6, Brighton Crossing Metropolitan District No. 7, and Brighton Crossing Metropolitan District No. 8 (collectively, "Districts") was held via teleconference at 4:30 p.m. on Wednesday, October 27, 2021. Notice of the meeting was duly posted.

ATTENDANCE

Directors in Attendance:

Chris Bremner, President (Nos. 5-8)

Jay Thomas, Secretary/Treasurer (No. 7)

Neil Simpson, Secretary/Treasurer (Nos. 5-8)

Justin Wells, Assistant Secretary (Nos. 5-8)

Also in Attendance:

Jesse Mestrovic, Andrew Kunkel, Geol Scheirman, Jason Woolard, Doug Campbell, Daryl Fields, and Amanda Castle; Pinnacle Consulting Group, Inc. (PCGI)

Eve Velasco; White Bear Ankele Tanaka & Waldron, P.C.

Mikaela Rivera; Waas Campbell Rivera Johnson & Velasquez

CALL TO ORDER

The Board Meeting was called to order at 4:33 p.m. by Mr. Mestrovic, noting that a quorum was present for each of the Boards. Each of the Directors confirmed their qualifications to serve on the Boards. Mr. Mestrovic also confirmed that prior to the meeting each of the Directors had been notified of the meeting.

COMBINED MEETINGS

The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official actions reflected in these minutes shall be deemed to be actions of all the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

CONFLICT OF INTEREST DISCLOSURE

Ms. Velasco noted that notices of potential conflicts of interest for those directors that provided White Bear Ankele Tanaka & Waldron (WBA) with notice of potential or existing conflicts of interest were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as all Board Members, except Director Thomas, are employees of Brookfield Residential, which is associated with the primary developer of land within the District. Ms. Velasco advised the Boards that

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pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. Ms. Velasco inquired into whether members of the Board 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. Additionally, the Boards determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Boards to act.

AGENDA

The Boards considered the agenda as presented. Following review, upon a motion duly made by Director Simpson, seconded by Director Wells and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

APPROVAL OF MINUTES

The minutes of the Special Board Meeting held on June 14, 2021 and June 30, 2021, were presented. Following review, upon a motion duly made by Director Simpson, seconded by Director Wells and, upon vote, unanimously carried, it was

RESOLVED to approve the minutes of the Special Board Meeting held on June 14, 2021 and June 30, 2021, as presented.

PUBLIC COMMENTS

There were no public comments.

DIRECTOR COMMENTS

There were no comments made by the Directors.

FINANCIAL MATTERS

Ratification of Payment of Claims: Ms. Castle reviewed with the Boards the payment of claims for the period June 5, 2021 through October 1, 2021, in the amount of \$62,845.95. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Wells and, upon vote, unanimously carried, it was

RESOLVED to ratify the payment of claims for period June 5, 2021 through October 1, 2021, in the amount of \$62,845.95, as presented.

Financial Statements: Ms. Castle reviewed with the Boards the June 30, 2021 Financial Statements. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Wells and, upon vote, unanimously carried, it was

RESOLVED to ratify the Financial Statements for the period ending June 30, 2021.

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Review of Draft 2022 Budget: Ms. Castle reviewed with the Boards the draft 2022 Budget and answered questions. Mr. Campbell and Mr. Fields reviewed the 2022 Operations and Maintenance Budget and answered questions.

MANAGEMENT AND CAPITAL MATTERS

Manager's Report: Mr. Mestrovic presented the Operations Board Manager's Report to the Boards and answered questions.

LEGAL MATTERS

Engagement of Waas Campbell Rivera Johnson & Velasquez: Ms. Velasco discussed with the Board the engagement of Waas, Campbell, Rivera, Johnson, & Velasquez as Special Counsel for District No. 7 for condemnation and eminent domain matters. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Bremner and, upon vote, unanimously carried, it was

RESOLVED to approve the engagement of Waas, Campbell, Rivera, Johnson, & Velasquez as Special Counsel for District No. 7 for condemnation and eminent domain matters.

Resolution of Necessity: Ms. Rivera provided the District No. 7 Board with an overview of the Resolution of Necessity.

EXECUTIVE SESSION

Ms. Velasco advised the Board of District No. 7 that it was permitted, upon compliance with requisite statutory procedures under the Colorado Open Meetings Law, for the Board of District No. 7 to convene an executive session, pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel and special counsel related to exercising eminent domain powers. Following review and discussion, upon motion duly made by Director Bremner, seconded by Director Simpson and, upon vote, unanimously carried, it was

RESOLVED for the Board of District No. 7 to enter into an Executive Session at 5:13 p.m., pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel and special counsel related to exercising eminent domain powers.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of general counsel to District No. 7, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S. and Section 24-6-402(4)(b), C.R.S.

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Also pursuant to Section 24-6-402(4), C.R.S., the Board of District No. 7 did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Board reconvened in regular session at 5:26 p.m.

LEGAL
MATTERS
CONT.

Resolution of Necessity (District No. 7): Upon a motion duly made by Director Bremner, seconded by Director Wells and, upon vote, unanimously carried, it was

RESOLVED to approve the Resolution of Necessity.

OTHER
MATTERS


There were no other matters brought before the Board.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 5:29 p.m.

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

Respectfully submitted,



Andrew Kunkel, Recording Secretary for the Meeting

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ATTORNEY STATEMENT REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Brighton Crossing Metropolitan District No. 7, I attended the executive session at the special meeting of Brighton Crossing Metropolitan District No. 7 convened at 5:13 p.m. on Wednesday, October 27, 2021, for the purpose of providing confidential legal advice on matters related to eminent domain matters, as authorized by Section 24-6-402(4)(b) C.R.S. and by Section 24-6-402(4)(e) C.R.S. I further attest it is my opinion that as the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and by Section 24-6-402(4)(e) C.R.S. and, based on that opinion, no further record, written or electronic was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. and by Section 24-6-402(4)(e) C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.



Eve M.G. Velasco, Esq.