

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

HUNTING HILL METROPOLITAN DISTRICT

Held: Thursday, January 25, 2024, at 10:00 a.m., via video conference at <https://us06web.zoom.us/j/82038878005?pwd=0ypTKphzvPkG5KtUZp6KRhCRWrxWAh.1> and via telephone conference at Dial-In: 1-719-359-4580, Meeting ID: 820 3887 8005, Passcode: 051201.

Attendance:

A special meeting of the Board of Directors of the Hunting Hill Metropolitan District was scheduled in compliance with the laws of the State of Colorado, with the following directors in attendance:

Jayne Veeder, President
Christopher Nelson, Treasurer
David Hoffman, Secretary
Edward Yosses, Assistant Secretary
Howard Tallman, Assistant Secretary

Also present were: Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; Ron Harris, Advance HOA Management, Inc.; and the following District residents Pat Havener and Kay Johnson.

Call to Order/Declaration of Quorum:

Director Veeder, noting the presence of a quorum, called to order the special meeting of the Board of Directors of Hunting Hill Metropolitan District at approximately 10:09 a.m.

Directors Matters/Disclosure Matters:

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

RECORD OF PROCEEDINGS

Director Veeder reported that she had disclosed the following conflicts of interest: 1) she is an owner of property within the District boundaries, and 2) she has no financial interest in connection with official action of the District.

Director Nelson reported that he had disclosed the following conflicts of interest: 1) he is an owner of property within the District boundaries, and 2) he has no financial interest in connection with official action of the District.

Director Hoffman reported that he had disclosed the following conflicts of interest: 1) he is an owner of property in the District boundaries, 2) he has no financial interest in connection with official action of the District.

Director Tallman reported that he had disclosed the following conflicts of interest: 1) he is an owner of property within the District boundaries, and 2) he has no financial interest in connection with official action of the District.

Director Yosses reported that he had disclosed the following conflicts of interest: 1) he is an owner of property within the District boundaries, and 2) he has no financial interest in connection with official action of the District.

Ms. Ivey advised that written disclosures of these interests were filed with the Secretary of State at least seventy-two hours prior to the meeting.

Approval of/Additions To/
Deletions From the Agenda:

After review and discussion, upon motion of Director Nelson, second of Director Hoffman, and unanimous vote, the Board approved the agenda, as presented.

Public Comment for Items Not
on Agenda:

None.

Approval of Minutes -
December 11, 2023 Regular
Meeting and Town Hall
Meeting:

After review and discussion, upon motion of Director Hoffman, second of Director Nelson, and majority vote (Director Tallman abstained due to his absence), the Board approved the minutes of its December 11, 2023 regular meeting and Town Hall meeting.

RECORD OF PROCEEDINGS

Legal Matters -

Century Community Items:

Termination of Facilities Acquisition Agreement (Condominium Community):

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the Termination of the Facilities Acquisition Agreement (Condominium Community). After review and discussion, upon motion by Director Nelson, second by Director Hoffman, and unanimous vote, the Board of Directors approved the termination of the Facilities Acquisition Agreement (Condominium Community), subject to any final revisions acceptable to Director Hoffman and Ms. Ivey.

Amended and Restated Parking Lot Construction and Facilities Acquisition Agreement:

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the Amended and Restated Parking Lot Construction and Facilities Acquisition Agreement. After review and discussion, upon motion by Director Nelson, second by Director Hoffman, and unanimous vote, the Board of Directors approved the Amended and Restated Parking Lot Construction and Facilities Acquisition Agreement), subject to any final revisions acceptable to Director Hoffman and Ms. Ivey.

First Amendment to Facilities and Land Acquisition Agreement:

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the First Amendment to Facilities and Land Acquisition Agreement. After review and discussion, upon motion by Director Nelson, second by Director Hoffman, and unanimous vote, the Board of Directors approved the First Amendment to Facilities and Land Acquisition Agreement), subject to any final revisions acceptable to Director Hoffman and Ms. Ivey.

Facilities Acquisition Agreement (Apartments):

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the Facilities Acquisition Agreement (Apartments). After review and discussion the Board deferred action on this item pending further review and investigation of a potential service plan amendment. After review and discussion, upon motion by Director Hoffman, second by Director Veeder, and unanimous vote, the Board of Directors directed Ms. Ivey to provide a cost proposal to process an amendment to the service plan to allow for limited park and recreation powers and to reach out to the overlapping districts to gauge if they would be opposed to consenting to this amendment.

RECORD OF PROCEEDINGS

First Amendment to Temporary Access and Parking Easement Agreement (Parking Lot):

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the First Amendment to Temporary Access and Parking Easement Agreement (Parking Lot). After review and discussion, upon motion by Director Nelson, second by Director Hoffman, and unanimous vote, the Board of Directors approved the First Amendment to Temporary Access and Parking Easement Agreement (Parking Lot), subject to any final revisions acceptable to Director Hoffman and Ms. Ivey.

First Amendment to Access and Parking Easement Agreement (Parking Lot):

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the First Amendment to Access and Parking Easement Agreement (Parking Lot). After review and discussion, upon motion by Director Nelson, second by Director Hoffman, and unanimous vote, the Board of Directors approved the First Amendment to Access and Parking Easement Agreement (Parking Lot), subject to any final revisions acceptable to Director Hoffman and Ms. Ivey.

Encroachment Agreement:

Ms. Ivey and Director Hoffman presented to and reviewed with the Board the Encroachment Agreement. After review and discussion, upon motion by Director Nelson, second by Director Hoffman, and unanimous vote, the Board of Directors approved the Encroachment Agreement, subject to any final revisions acceptable to Director Hoffman and Ms. Ivey.

Executive Session:

Upon motion of Director Veeder, second of Director Tallman, and unanimous vote, the Board entered into an Executive session pursuant to Section 24-6-402(4)(b) C.R.S. for the purpose of receiving legal advice on specific legal questions regarding the proposed agreements with Century Communities, at approximately 10:56 a.m.

All remaining members of the public departed the meeting at this time. Members of the Board, Mss. Ivey and Mr. Harris participated in the Executive Session.

Upon motion of Director Yosses, second of Director Nelson, and unanimous vote, the Board exited Executive Session and reconvened the special meeting at approximately 11:21 a.m.

All remaining members of the public rejoined the meeting at this time.

RECORD OF PROCEEDINGS

Adjournment:

There being no further business to come before the Board, upon motion by Director Veeder, second by Director Yosses, and unanimous vote, the meeting was adjourned at approximately 11:31 a.m.


Secretary