RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RRC METROPOLITAN DISTRICT NO. 2

Held: Tuesday, February 25, 2020, at 10:00 a.m., at
Ventana Capital
9801 E. Easter Ave.
Centennial, CO 80112

Attendance

A Special Meeting of the Board of Directors of the RRC Metropolitan District No. 2, County of Jefferson, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Andrew Trietley, President

Also present was:
Paula J. Williams, Esq.; McGeady Becher P.C.

Disclosure of Potential Conflicts of Interest

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to 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. It was noted by Attorney Williams that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Quorum / Approval of Meeting Location / Posting of Notices / 24-Hour Posting Location

Attorney Williams confirmed the presence of a quorum.

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. Following discussion, and upon motion duly made and seconded by Director Trietley, and upon vote unanimously carried, the Board determined to conduct the meeting at the above-stated date, time and location, which is more than 20 miles from the boundaries of the District. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received. Attorney Williams reported that a notice was posted within the boundaries of the District at least 24 hours prior to the meeting, in accordance with statute.

The Board also designated the location for posting of 24-hour notices as an appropriate location chosen by the poster within the boundaries of the District (Lot 13, Block 1, Red Rocks Centre, County of Jefferson, State of Colorado).

Approval of Agenda	The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made and seconded by Director Trietley, and upon vote unanimously carried, the Board approved the Agenda, as presented.
Resignations of Directors Clark and Horan	The Board acknowledged the resignations from the Board of Directors of Directors Thomas Clark (effective February 20, 2020) and Bryan Horan (effective February 19, 2020).
Appointment of Directors	The Board considered the appointment of directors to fill the existing vacancies on the Board of Directors. It was noted at a Notice of Vacancies was published on January 29, 2020. Following discussion, upon motion duly made and seconded by Director Trietley, and upon vote unanimously carried, the Board appointed the following qualified individuals to the Board of Directors: Jennifer Waiton, Debra Hessler, John Cheney, and Jonathan Beckwitt. It was noted that each of the newly appointed directors must sign an Oath of Director within 30 days following his/her appointment to the Board.
Financial Matters	There were no financial matters presented.
Legal Matters	There were no legal matters presented.
Capital Improvements	It was noted that grading operations have commenced.
Other Business	<u>Resignation of Director Trietley</u>

Director Andrew Trietley resigned from the Board of Directors at this point.

Appointment of Officers

It was noted that the appointment of officers will occur at the next Board meeting.

Adjournment

There being no quorum due to the resignation of Director Trietley, the meeting adjourned.

The foregoing Minutes were approved by the Board of Directors on December 7, 2020.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Jennifer Thornbloom

Secretary