

**HORIZON METROPOLITAN DISTRICT NOS. 1, 3-10
2024 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

WHEREAS, the Boards of Directors (individually a “Board” and collectively, the “Boards”) of Horizon Metropolitan District Nos. 1, 3-10 (individually, a “District” and collectively, the “Districts”) are required to perform certain administrative obligations during each calendar year to comply with certain statutory requirements, as further described below, and to assure the efficient operations of the Districts; and

WHEREAS, the Boards desire to set forth such obligations herein and to designate, where applicable, the appropriate person or person(s) to perform such obligations on behalf of the Districts; and

WHEREAS, the Boards further desire to acknowledge and ratify herein certain actions and outstanding obligations of the Districts.

NOW, THEREFORE, THE BOARDS OF DIRECTORS OF HORIZON METROPOLITAN DISTRICT NOS. 1, 3-10 HEREBY RESOLVE AS FOLLOWS:

1. Each Board directs the District Manager to prepare and file either an accurate map, as specified by the Colorado Division of Local Government (the “Division”), or a notice that the District’s boundaries have not changed since the filing of the last District map, with the Division, the Arapahoe County (the “County”) Clerk and Recorder and County Assessor on or before January 1, 2024, as required by Section 32-1-306, C.R.S.

2. Pursuant to Section 24-32-116(3)(b), C.R.S, each Board directs legal counsel to update the Division with any of the following information previously provided to the Division, in the event such information changes: (i) the official name of the District; (ii) the principal address and mailing address of the District; (iii) the name of the District’s agent; and (iv) the mailing address of the District’s agent.

3. Each Board directs legal counsel to prepare, no more than sixty (60) days prior to and not later than January 15, 2024, the District’s annual transparency notice containing the information set forth in Section 32-1-809(1), C.R.S., and to provide such notice to the eligible electors of the District in one of the manners set forth in Section 32-1-809(2), C.R.S. In addition, legal counsel is directed to file a copy of the notice with the County Board of County Commissioners, the County Assessor, the County Treasurer, the County Clerk and Recorder’s Office, the City Council of the City of Aurora (“City”), and the Division as set forth in Section 32-1-104(2), C.R.S. A copy of the notice shall be made available for public inspection at the principal business office of the Districts.

4. Each Board directs the District’s accountant to submit a proposed 2025 budget for each District to the Board by October 15, 2024, to schedule a public hearing on the proposed budget, prepare a final budget, and budget resolution, including certification of mill levies and amendments to the budget if necessary; to certify the mill levy to the County on or before December 15, 2024; and to file the approved budget and amendments thereto with the proper

governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

5. If additional real property is included into the boundaries of the Districts in the future, the Districts authorize legal counsel to record the special district public disclosure document and a map of the new boundaries of the Districts concurrently with the recording of the order for inclusion in the County Clerk and Recorder's office in accordance with Section 32-1-104.8(2), C.R.S.

6. Each Board directs legal counsel to notify the City of any alteration or revision of the proposed schedule of debt issuance set forth in the financial plan attached to the Districts' Service Plan, as required by Section 32-1-202(2)(b), C.R.S.

7. For any nonrated public securities issued by each District, each Board directs the District accountant to prepare and file with the Division on or before March 1, 2024, an annual information report with respect to any of the District's nonrated public securities which are outstanding as of the end of the District's fiscal year in accordance with Section 11-58-105, C.R.S.

8. Each Board hereby authorizes the District's accountant to prepare and file an Audit Exemption and Resolution for approval of Audit Exemption with the Colorado State Auditor by March 31, 2024, as required by Section 29-1-604, C.R.S.; or, if required by Section 29-1-603, C.R.S., each Board authorizes that an audit of the financial statements be prepared and submitted to the Board before June 30, 2024 and filed with the State Auditor by July 31, 2024. In addition, if each District has authorized but unissued general obligation debt as of the end of the fiscal year, the Districts' accountant shall cause to be submitted to the City that adopted a resolution of approval of the District, the District's audit report or a copy of its application for exemption from audit in accordance with Section 29-1-606(7), C.R.S.

9. If the Districts hold property presumed abandoned and subject to custody as unclaimed property pursuant to the Unclaimed Property Act (§§38-13-101 *et seq.*, C.R.S.), the Boards direct legal counsel to prepare an unclaimed property report that covers the twelve months preceding July 1, 2024 and submit the report to the Colorado State Treasurer by November 1, 2024, in accordance with Section 38-13-401 *et seq.*, C.R.S.

10. Each Board directs the District's accountant to oversee the preparation and submission of any continuing annual disclosure report and/or other financial reports and documents required to be filed pursuant to a continuing disclosure agreement and any authorizing resolution, indenture, pledge agreement, loan document, and/or any other document related to the issuance of any general or special obligation bonds, revenue bonds, loans from financial institutions or other multiple fiscal year obligations by the District and any refundings thereof.

11. The Boards direct the Districts' accountant to cause the preparation of and to file with the Department of Local Affairs the annual public securities report for nonrated public securities issued by the Districts within sixty (60) days of the close of the fiscal year, as required by Sections 11-58-101 *et seq.*, C.R.S.

12. Each Board designates the Secretary of the District as the official custodian of “public records,” as such term is used in Section 24-72-202(2), C.R.S. Public records may also be maintained at the office of Icenogle Seaver Pogue, P.C., 4725 S. Monaco Street, Suite 360, Denver, CO 80237.

13. The Boards direct legal counsel to advise it on the requirements of the Fair Campaign Practices Act Section 1-45-101 *et seq.*, C.R.S., when applicable.

14. Each Board directs that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in a paper of general circulation within the boundaries of the District, or in the vicinity of the District if none is circulated within the District including, but not limited to, the *Aurora Sentinel*.

15. The Board for District No. 1 hereby determines that each director shall receive compensation for the directors’ services in the amount of \$100 per meeting not to exceed a total of \$2,400 per annum in accordance with Section 32-1-902(3)(a)(II), C.R.S. Each Board for District Nos. 3-10 determines that its directors shall not receive compensation for services as directors pursuant to Section 32-1-902(3)(a), C.R.S.

16. Each Board hereby determines that each member of the Board shall execute an Affidavit of Qualification of Director at such time the member is either elected or appointed to the Board. Such forms shall be retained in each District’s files. Section 32-1-103(5), C.R.S. sets forth the qualifications required. Pursuant to Section 32-1-901, C.R.S., each Board directs legal counsel to prepare, administer and file an oath of office and a certificate of appointment, if applicable, and procure a surety bond for each Director, and to file copies of each with the Clerk of the Court and with the Division. Pursuant to Section 24-12-101(3), C.R.S., each Board directs legal counsel to further file copies of each with the County Clerk and Recorder.

17. The Boards extend the current indemnification resolutions adopted by the Boards on November 3, 2022, to allow the resolutions to continue in effect as written.

18. Pursuant to Section 32-1-1101.5, C.R.S., each Board directs legal counsel to certify the results of special district ballot issue elections to incur general obligation indebtedness by certified mail to the City and to file a copy of the certification with the Colorado Division of Securities within forty-five (45) days after the election. Furthermore, whenever each District authorizes or incurs a general obligation debt, each Board authorizes legal counsel to record notice of such action and a description of such debt, in a form prescribed by the Division, in the County Clerk and Recorder’s office within thirty (30) days after authorizing or incurring the debt in accordance with Section 32-1-1604, C.R.S. Furthermore, whenever each District incurs general obligation debt, each Board directs legal counsel to submit a copy of the recorded notice to the City within thirty (30) days after incurring the debt in accordance with Section 32-1-1101.5(1), C.R.S.

19. The Boards direct legal counsel to prepare and file an application for a quinquennial finding of reasonable diligence with the City Council, if requested, in accordance with Section 32-1-1101.5(1.5) & (2), C.R.S.

20. Each Board directs legal counsel to prepare and file the special district annual report in accordance with the Districts' Service Plan and Section 32-1-207(3)(c), C.R.S.

21. The Boards have determined that, when applicable, legal counsel will file conflicts of interest disclosures provided by Boards' members with the Colorado Secretary of State seventy-two (72) hours prior to each meeting of the Boards, in accordance with Sections 32-1-902(3)(b) and 18-8-308, C.R.S. Annually, legal counsel shall request that each Board member submit updated information regarding actual or potential conflicts of interest. Additionally, at the beginning of every term, legal counsel shall request that each Board member submit information regarding actual or potential conflicts of interest.

22. The Districts are currently members of the Special District Association ("SDA") and insured through the Colorado Special Districts Property and Liability Pool. Each Board directs the District Manager to pay the annual SDA membership dues and insurance premiums in a timely manner. The Boards and District staff will biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

23. The members of the Boards have reviewed the minutes from meetings of the Boards held between November 3, 2022 and August 2, 2023 meetings of the Boards, which minutes are attached hereto as **Exhibit A**. The Boards, being fully advised of the premises, hereby ratify and affirm each and every action of the Boards taken at said meetings.

24. Pursuant to Section 24-6-402(2)(d.5)(II)(E), C.R.S., each Board hereby declares that all electronic recordings of executive sessions shall be retained for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. Each Board further directs the custodian of the electronic recordings of the executive session to systematically delete all such recordings made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90th) day after the date of the executive session.

25. Pursuant to Section 32-1-104.5(3)(a), C.R.S., each Board hereby designates the Districts' official website as <https://www.horizonmds.org/>. Each Board directs District management to maintain and update the official website of the Districts in compliance with Section 32-1-104.5(3)(a), C.R.S.

26. The Districts hereby acknowledge, agree and declare that the Districts' policy for the deposit of public funds shall be made in accordance with the Public Deposit Protection Act (Sections 11-10.5-101 *et seq.*, C.R.S.). As provided therein, the Districts' official custodians may deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository. For purposes of this paragraph, "official custodian" means a designee with plenary authority including control over public funds of a public unit which the official custodian is appointed to serve. Each District hereby designates the District's accountant as its official custodian over public deposits.


27. Each Board hereby authorizes the District's Manager to execute, on behalf of the District, any and all easement agreements pursuant to which the District is accepting or acquiring easements in favor of the District.

28. Unless otherwise authorized by the Board and except for contracts that are publicly bid, the Board President and District Project Manager are authorized, but not obligated, to take any contract actions within the Districts' approved budget including, but not limited to, approving task orders, work orders, and change orders. All actions taken by the Board President and/or the Project Manager shall be ratified by the Board at the next meeting of the Board.

(Signature Page Follows.)

ADOPTED AND APPROVED THIS 1ST DAY OF NOVEMBER, 2023.

HORIZON METROPOLITAN DISTRICT NOS. 1, 3-10

DocuSigned by:

By: 57F34BD4ED90445...
David Crowder, President

*Signature Page to Horizon Metropolitan District Nos. 1, 3-10
2024 Annual Administrative Matters Resolution*

EXHIBIT A

**Minutes from Meetings held between
November 3, 2022 through August 2, 2023**

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF THE
HORIZON METROPOLITAN DISTRICT NOS. 1-10 (THE “DISTRICTS”)
HELD
NOVEMBER 3, 2022

A regular meeting of the Boards of Directors (referred to hereafter as the “Boards”) of the Districts was convened on Thursday, November 3, 2022, at 9:00 a.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

District Nos. 1-3

David Crowder, Jr., President

Karen Voit, Vice President

Jason Rutt, Secretary

Steven Oser, Assistant Secretary

Treasurer Lisa Garcia was absent and excused.

District Nos. 4-10

David Crowder, Jr., President

Karen Voit, Vice President

Jason Rutt, Secretary

Treasurer Lisa Garcia was absent and excused.

Also, In Attendance Were:

Stephanie Odewumi, Rachel Alles and Margaret Henderson;
CliftonLarsonAllen LLP

Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.

Eric Keesen; BrightView Landscape Services, Inc.

Jordan Honea; D.R. Horton

Rhiannon Mielt and Todd Hornback; Cohere

Tony, Dan, Gina Barrios; Members of the Public

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: Director Crowder called the meeting to order at 9:03 a.m. The Boards reviewed the agenda for the meeting. Following review, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved the agenda, as amended to move item V.B.1 to the top of the agenda after Consent Agenda.

Disclosures of Potential Conflicts of Interest: The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential

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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 Boards members prior to this meeting in accordance with statute. It was noted by Attorney Pogue 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, Location of Meeting and Posting of Meeting Notice: A quorum was confirmed. The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards meeting. Following discussion, and upon motion duly made by Director Voit, seconded by Director Crowder, and, upon vote, unanimously carried, the Boards determined that this meeting was conducted via Microsoft Teams, without any individuals (neither Districts' representatives nor the general public) attending in person. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries were received.

Director Crowder stated that he would like the Board meeting information reflected on the website in advance of meetings with tentative specific information so as to allow the public to be aware of the Districts' meeting schedule.

Public Comment: There was no public comment.

CONSENT AGENDA

Minutes from the September 7, 2022 Special Meeting of the Districts and the September 26, 2022 Special Meeting of District No. 1:

2023 Annual Administrative Matters Resolution:

2023 Meeting Resolution:

Resolutions Calling Regular Elections for Directors on May 2, 2023, Appointing the DEO and Authorizing the DEO to Perform All Tasks Required for the Conduct of Mail Ballot Elections:

Resolution Providing for the Defense and Indemnification of Directors, Officers, and Employees of the Districts:

Ms. Odewumi and Attorney Pogue reviewed the Consent Agenda items with the Boards. Following review, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved Consent Agenda items A, C, D and E, as presented, and approved item B as

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amended to include language stating that the District No. 1 Board of Directors will be compensated in the amount of \$100 per meeting beginning in 2023.

2022 Event Re-Cap and Future Considerations – Cohere: Mr. Hornback provided an overview of Cohere’s services, purpose and goals to the Boards. Ms. Mielt provided a recap of the Park-A-Palooza event to the Boards. Discussion ensued. Director Crowder suggested that the District host the event earlier in the summer going forward and noted his interest in engaging Cohere in the future.

FINANCIAL MATTERS

Previous and Current Claims for District No. 1: Ms. Henderson reviewed the previous and current Claims with the Board of District No. 1. Following review, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Board of District No. 1 ratified the previous and current Claims, as presented. Discussion ensued regarding opening 1stBank accounts for District Nos. 2 and 3 direct payments with Board members as authorized signers. The Board directed Ms. Henderson to assemble the necessary paperwork for account setup and authorized Directors Crowder and Voit as authorized signers.

September 30, 2022 Financial Statements for District Nos. 1, 2 and 3: Ms. Henderson reviewed the Financial Statements with the Boards of District Nos. 1, 2 and 3. She noted that the District No. 1 General Fund is over budget for 2022 and will need an amendment at the next meeting. Discussion ensued. It was noted that the Tax Increment Fee will be received from the City of Aurora on a monthly basis going forward, and a Special Revenue Fund was created for District No. 1 due to recent engagement for covenant enforcement. Ms. Henderson informed the Board of District No. 3 that the majority of its revenue has been collected for 2022. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards of District Nos. 1, 2 and 3 accepted the September 30, 2022 Financial Statements, as presented.

Public Hearings on the Proposed 2023 Budgets and Resolutions to Adopt the 2023 Budgets and Appropriate Sums of Money: Ms. Henderson reviewed the 2023 Budgets with the Boards. Discussion ensued regarding the District No. 1 Budget. It was noted that the facilities fees for 2023 will be cut in half to \$60,000 and that the General and Administrative line item will be reduced. Mr. Keesen reviewed BrightView Landscape Services’ projected 2023 Budget and noted additional landscaping items to be reflected in the approximate amount of \$35,000. Ms. Henderson reviewed the property tax revenue and historical information for District No. 2. Discussion ensued regarding capital advances and debt payoff. Director Crowder directed Ms. Henderson to include language in the Budget regarding bond payment, the District’s Pledge Agreement, and the assessed valuation.

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Upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Board opened the public hearing at 10:19 a.m. There was no public that wanted to provide public comment. Upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Board closed the public hearing at 10:20 a.m.

Upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved the 2023 Budgets, subject to final review by Directors Crowder and Voit, and adopted Resolutions to Adopt the 2023 Budgets and Appropriate Sums of Money, as presented.

District Accountant to Prepare the DLG-70 Certifications of Tax Levies Form for Certification to the Board of County Commissioners and Other Interested Parties: Following review, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards authorized the Districts' accountant to prepare the DLG-70 Certifications of Tax Levies form for certification to the Board of County Commissioners and other interested parties.

Board Secretary and/or General Counsel to Sign the DLG-70 Certifications of Tax Levies: Ms. Odewumi reviewed the need for a Board member or General Counsel to sign the DLG-70 Certifications of Tax Levies form this year. Following discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards appointed Attorney Pogue to sign the DLG-70 Certifications of Tax Levies.

Engagement Letter with BiggsKofford, P.C. to Prepare the 2022 Audits for District Nos. 1 and 2: Ms. Henderson reviewed the engagement letter with the Boards of District Nos. 1 and 2. Following discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards of District Nos. 1 and 2 approved the engagement letter with BiggsKofford, P.C. to prepare the 2022 Audits.

Other: None.

LEGAL MATTERS

Funding and Reimbursement Agreement for Operational Advances for District Nos. 1-10 with LendLease Horizon Holdings, LLC, and in Connection Therewith, Issuance of Subordinate Promissory Note: Attorney Pogue reviewed the Agreement with the Boards, noting that the period in the Agreement is through 2023 in the case that tax revenues do not cover the Districts' expenses. Discussion ensued regarding the \$50,000,000 limit for repayment. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved the Funding and Reimbursement Agreement for

RECORD OF PROCEEDINGS

Operational Advances for District Nos. 1-10 with LendLease Horizon Holdings, LLC, and in Connection Therewith, Issuance of Subordinate Promissory Note, as presented.

Facilities Acquisition Agreement Among District No. 1, HUMF1, LLC and Melody Homes, Inc.: Attorney Pogue reviewed the Agreement with the Boards, noting that Melody Homes, Inc. would install public improvements in District No. 1 for reimbursement by the District. Discussion ensued and the Board determined to defer this item.

Future Discussions:

Improvement Acquisition, Advance and Reimbursement Agreement Between Horizon Metropolitan District No. 1 and LendLease Horizon Holdings, LLC, and in Connection Therewith, Authorization of Subordinate Promissory Note to LendLease Horizon Holdings, LLC for Capital Advances: Attorney Pogue reviewed the Agreement with the Boards.

Intergovernmental Cost Sharing and Recovery Agreement Among District No. 1 and District Nos. 6-10: Attorney Pogue reviewed the Agreement with the Boards.

Future District Nos. 2 and 3 Capital Needs: Attorney Pogue discussed District Nos. 2 and 3 future capital needs with the Boards.

**MANAGER
MATTERS**

CliftonLarsonAllen LLP Statements of Work for 2023: Ms. Odewumi reviewed the Statements of Work with the Boards, noting that they will renew each year. Following review, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved the CliftonLarsonAllen LLP Statements of Work for 2023, as presented.

Covenant Enforcement and Community Management: Ms. Odewumi informed the Boards that the Sync system is up and running for design review and covenant enforcement and Director Voit is the designated reviewer for incoming requests. She stated that notices and violations will begin to be issued after her first site visit next week.

2022 Event Re-Cap and Future Considerations - Cohere: This item was discussed previously.

Actions Taken by Management Since the Last Meeting: There were no items to ratify.

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Quality Site Assessment from BrightView Landscape Services, Inc.: Mr. Keesen reviewed the Quality Site Assessment with the Boards, noting that he suggests potential ovicide treatments to avoid mite damage in early 2023. He stated that winter prepping will begin this week. Discussion ensued regarding dog station policing, seeding and drainage.

2023 Insurance Renewal and Documents Needed to Maintain Insurance Coverage Through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management and Membership in the Special District Association: Ms. Odewumi reviewed the 2023 insurance renewal documents with the Boards. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved the 2023 insurance renewal documents needed to maintain insurance coverage through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management, as presented, and authorized the Districts' membership in the Special District Association.

Exploration and Establishment of a Community Garden Committee: Director Crowder discussed his desire for the establishment of a Community Garden Committee to inform the community about the garden which will be operated by and for residents. He noted that rules and regulations will need to be established for the conduct of the committee, and he will be the Districts' liaison on the committee. Discussion ensued. Following discussion, the Board directed Attorney Pogue to begin the process of establishment for the committee and to provide an update at the next meeting. It was noted that Ms. Odewumi will provide templates for rules and regulations to Attorney Pogue for drafting committee documents.

Service Agreements for 2023 Landscaping and Snow Removal Services from BrightView Landscape Services, Inc.: Attorney Pogue reviewed the Agreements with the Boards. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards approved the Service Agreements for 2023 Landscaping and Snow Removal Services from BrightView Landscape Services, Inc., subject to the inclusion of a detailed exhibit from BrightView for landscaping and subject to the inclusion of staking services in the scope of work for snow removal. Director Crowder requested an updated, detailed snow removal map be posted on the Districts' website.

Other: None.

**DIRECTOR
MATTERS**

Programming and Engagement: This item was not discussed.

Other: Director Crowder informed the Boards that the next newsletter will be

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distributed in December and requested tips/tricks/information from CLA for snow management for residents to be included in the newsletter. He requested earlier preparation for budget review in the future and suggested the establishment of a budget committee to meet in the late summer to review before the budget hearing meeting.

OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Boards at this time, Director Crowder adjourned the meeting at 11:07 a.m.

Respectfully submitted,

DocuSigned by:
Jason Rutt
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Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF THE
HORIZON METROPOLITAN DISTRICT NOS. 1-10 (THE "DISTRICTS")
HELD
FEBRUARY 1, 2023

A regular meeting of the Boards of Directors (referred to hereafter as the "Boards") of the Districts was convened on Wednesday, February 1, 2023, at 9:00 a.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

District Nos. 1-3

David Crowder, Jr., President
Karen Voit, Vice President
Lisa Garcia, Treasurer
Jason Rutt, Secretary
Steven Oser, Assistant Secretary

District Nos. 4-10

David Crowder, Jr., President
Karen Voit, Vice President
Lisa Garcia, Treasurer
Jason Rutt, Secretary

Also, In Attendance Were:

Stephanie Odewumi, Shauna D'Amato, Rachel Alles, Margaret Henderson and
Terri Boroviak; CliftonLarsonAllen LLP ("CLA")
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.
Eric Keesen; BrightView Landscape Services, Inc.
Jordan Honea; D.R. Horton
Peter Navik; Member of the Public

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: Director Crowder called the meeting to order at 9:00 a.m. The Boards reviewed the agenda for the meeting. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards approved the agenda, as amended to add an item discussing the Cohere proposal to Director Matters.

Disclosures of Potential Conflicts of Interest: The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards 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

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the Boards members prior to this meeting in accordance with statute. It was noted by Attorney Pogue 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, Location of Meeting and Posting of Meeting Notice: A quorum was confirmed. The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards meeting. Following discussion, and upon motion duly made by Director Voit, seconded by Director Crowder, and, upon vote, unanimously carried, the Boards determined that this meeting was conducted via Microsoft Teams, without any individuals (neither Districts' representatives nor the general public) attending in person. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries were received.

Public Comment: There was no public comment.

CONSENT AGENDA

Minutes from the November 3, 2022 Regular Meeting of the Districts: Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards approved the Consent Agenda item, as presented.

FINANCIAL MATTERS

Previous and Current Claims for District No. 1: Ms. Henderson reviewed the previous and current claims with the Board of District No. 1. Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board of District No. 1 ratified approval of previous claims and approved current claims, as presented.

December 31, 2022 Financial Statements for District Nos. 1, 2 and 3: Ms. Henderson reviewed the Financial Statements with the Boards of District Nos. 1, 2 and 3. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards of District Nos. 1, 2 and 3 accepted the December 31, 2022 Financial Statements, as presented.

Public Hearings on the Amendment of 2022 Budgets and Resolutions to Amend the 2022 Budgets and Appropriate Sums of Money (District Nos. 1 and 2): Director Crowder opened the public hearing at 9:17 a.m. There was no public that wanted to provide public comment.

Ms. Henderson reviewed the 2022 Budget amendments with the Boards of District Nos. 1 and 2. Ms. Henderson noted that the District No. 1 General Fund will be increased from \$314,000 to \$500,000 and that the Special Revenue Fund

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will be updated to \$9,000. She then stated that the District No. 2 Debt Service Fund will be updated to \$345,800 and that the 2022 adopted budget figure error will be rectified to reflect the accurate 2022 budget figure.

Director Crowder closed the public hearing at 9:22 a.m.

Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, the Boards of District Nos. 1 and 2 approved the amendment of the 2022 Budgets, subject to revision of the District No. 2 original 2022 budget figure, and adopted Resolutions to Amend the 2022 Budgets and Appropriate Sums of Money, as presented. Director Oser abstained from the vote.

Other: None.

LEGAL MATTERS

Facilities Acquisition Agreement Among District No. 1, HUMF1, LLC and Melody Homes, Inc.: Attorney Pogue tabled discussion regarding the Facilities Acquisition Agreement. No action was taken.

MANAGER MATTERS

Covenant Enforcement Report: Ms. Odewumi reviewed the covenant enforcement report with the Boards, noting that fines are being issued for alley parking. The Boards requested that CLA pay specific attention to trash bins and lighting on the next visit.

Covenant Enforcement and Community Management:

Alley Repairs: Ms. Odewumi informed the Boards that a homeowner communicated concerns regarding damage following acceptance of the alley. Director Crowder noted that once the alley is accepted, it is the Districts' responsibility. Discussion ensued regarding establishment of criteria for related issues in the future.

Potential Neighborhood Watch Program/Solutions: Ms. Odewumi provided an update to the Boards regarding resident interest in establishing a neighborhood watch program. Discussion ensued. The Boards directed staff to work with the City of Aurora to determine typical processes in similar situations for implementation in the Districts.

Trailers (Boat and Catering): Ms. Odewumi updated the Boards regarding homeowner trailers. Discussion ensued Ms. Odewumi confirmed she will keep track of the amount of homeowner trailers are within the community.

Large Number of Vehicles at SWC of Park – Potential Home-Based Rental Car Business? Ms. Odewumi discussed the number of vehicles

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parked within the Districts and noted she will research what can be enforced per City ordinances.

Actions Taken by Management Since the Last Meeting: There were no items to ratify.

Management Coverage: Ms. Odewumi informed the Boards that Ms. D'Amato and Ms. Alles will be the points of contact for CLA while she is out.

Quality Site Assessment from BrightView Landscape Services, Inc.: Mr. Keesen reviewed the Quality Site Assessment with the Boards. The Boards expressed concerns regarding dog waste. Mr. Keesen noted he will prioritize proper monitoring and disposal going forward.

Snow Removal and Management: Mr. Keesen reviewed snow removal and management with the Boards, noting that five snow events have already occurred this year. Discussion ensued. Following discussion, upon a motion duly made by Director Voit, seconded by Director Crowder and, upon vote, unanimously carried, the Boards approved the adjustment of the trigger for services in the alleys from four inches to two inches. Mr. Keesen noted he will distribute an amended snow removal agreement for execution.

Establishment of a Community Garden Committee and Construction of Community Garden: Director Crowder provided an update to the Boards regarding community garden efforts, noting that he would like to hold an initial meeting with residents who have expressed interest in participating. It was noted that Ms. D'Amato will research potential grants for the community garden.

Other: None.

DIRECTOR MATTERS

Cohere Proposal: Director Crowder reviewed the proposal with the Boards. Following review and discussion, upon a motion duly made by Director Crowder, seconded by Director Voit and, upon vote, unanimously carried, the Boards authorized Director Crowder to negotiate a contract with Cohere in an amount not to exceed \$26,250 for the Park-A-Palooza event and quarterly newsletters in 2023.

Newsletters, Programming and Engagement: This item was previously discussed.

Method and Timing for Noticing Board Meetings to Residents/Owners: Director Crowder noted he would like the Districts' website home page to include language soliciting agenda items from residents for each Board meeting.

Other: None.

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OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Boards at this time, Director Crowder adjourned the meeting at 10:31 a.m.

Respectfully submitted,

DocuSigned by:

Jason Rutt

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Secretary for the Meeting

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MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
HORIZON METROPOLITAN DISTRICT NOS. 1-10 (THE "DISTRICTS")
HELD
MAY 24, 2023

A special meeting of the Boards of Directors (referred to hereafter as the "Boards") of the Districts was convened on Wednesday, May 24, 2023, at 11:00 a.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

District Nos. 1 and 3-10

David Crowder, Jr., President
Karen Voit, Vice President
Lisa Garcia, Treasurer
Jason Rutt, Secretary

District No. 2

David Crowder, Jr., President
Karen Voit, Vice President
Lisa Garcia, Treasurer
Jason Rutt, Secretary
Victoria Partridge, Director

Also, In Attendance Were:

Josh Miller, Shauna D'Amato, Kaitlin Frey, Margaret Henderson, Raul Uribe Jr. and Terri Boroviak; CliftonLarsonAllen LLP ("CLA")
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.
Eric Keesen and William Medellin; BrightView Landscape Services, Inc.
Steven Oser; Member of the Public

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: The Board and staff introduced Director Partridge as the newest Board member for District No. 2. Director Crowder called the meeting to order at 11:08 a.m. The Boards reviewed the agenda for the meeting. Following review and discussion, upon a motion duly made by Director Crowder, seconded by Director Voit and, upon vote, unanimously carried, the Boards approved the agenda, as amended to add an Executive Session item at the end of the meeting.

Disclosures of Potential Conflicts of Interest: The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards 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

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the Boards' members prior to this meeting in accordance with statute. It was noted by Attorney Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for the Directors affiliated with the Developer, and no additional conflicts were disclosed at the meeting.

Quorum, Location of Meeting and Posting of Meeting Notice: A quorum was confirmed. The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards meeting. Following discussion, and upon motion duly made by Director Voit, seconded by Director Crowder, and, upon vote, unanimously carried, the Boards determined that this meeting was conducted via Microsoft Teams, without any individuals (neither Districts' representatives nor the general public) attending in person. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries were received.

Public Comment: There was no public comment.

Results of May 2, 2023 Directors' Elections: Attorney Pogue informed the Boards that the May 2, 2023 Regular Elections have been canceled because the Districts did not receive more self-nominations than seats available. Director Crowder was elected by acclamation to four-year terms to District Nos. 1, 3 and 4 – 10. Directors Partridge and Crowder were elected to four-year terms to District No. 2.

Following discussion, the Boards of District Nos. 1, 3 and 4-10 appointed the following slate of officers for the Districts:

President: David Crowder, Jr.
Vice-President: Karen Voit
Treasurer: Lisa Garcia
Secretary: Jason Rutt

Following discussion, upon motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the following slate of officers were appointed for District No. 2:

President: David Crowder, Jr.
Vice President: Karen Voit
Treasurer: Lisa Garcia
Secretary: Jason Rutt
Assistant Secretary: Victoria Partridge

CONSENT AGENDA

Minutes from the February 1, 2023 Regular Meeting of the Districts:

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Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards approved the Consent Agenda item, as presented.

FINANCIAL MATTERS

Previous and Current Claims for District No. 1: Ms. Boroviak reviewed the previous and current claims with the Board of District No. 1. Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Board of District No. 1 ratified approval of previous claims and approved current claims, as presented.

March 31, 2023 Financial Statements for District Nos. 1, 2, 3 and 4: Ms. Boroviak reviewed the Financial Statements with the Boards of District Nos. 1, 2, 3 and 4. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Rutt and, upon vote, unanimously carried, the Boards of District Nos. 1, 2, 3 and 4 accepted the March 31, 2023 Financial Statements, as presented.

Districts' Accountant to Obtain Federal Entity Identification Numbers for District Nos. 4, 5, 6, 7, 8, 9 and 10: Ms. Boroviak provided an update to the Boards, noting District Nos. 4, 5, 6, 7, 8, 9 and 10 do not currently have FEINs. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards directed the Districts' accountant to work with Attorney Pogue's office to obtain the FEINs or proceed with the application process.

2022 Audits: Ms. Boroviak provided an update to the Boards, noting that nearly all audits are in the final review process and the District No. 2 audit is transitioning to the auditor for review.

MANAGER MATTERS

Covenant Enforcement Report: Ms. Frey reviewed the covenant enforcement report with the Boards, highlighted violations for weeds and informed the Boards of the upcoming fence audit.

Design Review Guidelines: Ms. D'Amato provided an update to the Boards regarding the Design Review Guidelines. It was noted that Ms. Frey will provide the redlined version to Directors Voit and Crowder to review.

Covenant Enforcement and Community Management:

Large Number of Vehicles at SWC of Park: The Boards discussed boats and large recreational vehicle issues within the community and directed staff to come up with a solution. It was noted that Ms. Frey will draft a violation document for food trucks and boats and coordinate with the City of Aurora to resolve these issues.

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Actions Taken by Management Since the Last Meeting: There were no items to ratify.

Community Tracking Process Options: Ms. D'Amato presented community tracking process options to the Boards. The Boards directed staff to move forward with website and Smartsheet options.

Establishment of Community Garden Committee and Construction of Community Garden:

Community Garden Rules: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote, unanimously carried, the Boards approved the Community Garden Rules subject to final legal review and review by Director Crowder.

Possible Grant Options: Ms. D'Amato presented possible grant options to the Boards. The Boards directed staff to move forward with a Community Garden committee.

Quality Site Assessment and 2023 Landscape Maintenance Gantt Chart from BrightView Landscape Services, Inc.: Mr. Medellin reviewed the Quality Site Assessment and 2023 Landscape Maintenance Gantt Chart with the Boards.

Proposal for Enhancement Work from BrightView Landscape Services, Inc. in the amount of \$3,084.99: Mr. Medellin reviewed the proposal with the Boards. Following review, upon a motion duly made by Director Crowder, seconded by Director Voit and, upon vote, unanimously carried, the Boards approved the proposal for enhancement work from BrightView Landscape Services, Inc. in the amount of \$3,084.99, as presented.

DIRECTOR MATTERS

Newsletters, Programming and Engagement: Director Crowder provided an update to the Boards.

OTHER BUSINESS

None.

LEGAL MATTERS

Executive Session, pursuant to Section 24-6-404(4)(b), C.R.S., for the purpose to receive legal advice from general counsel regarding a potential claim. Upon a motion duly made by Director Crowder, seconded by Director Voit and, upon vote, unanimously carried, the Boards entered into Executive Session at 12:23 p.m.

Upon a motion duly made by Director Crowder, seconded by Director Voit and, upon vote, unanimously carried, the Boards convened the Executive Session at 12:48 p.m. pursuant to Section 24-6-404(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel regarding a potential claim. No

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action was taken at this time.

ADJOURNMENT

There being no further business to come before the Boards at this time, Director Crowder adjourned the meeting at 12:49 p.m.

Respectfully submitted,

DocuSigned by:

Jason Rutt

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Secretary for the Meeting