

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF THE
GOLD HILL MESA METROPOLITAN DISTRICT NOS. 1-3
(THE "DISTRICT")
HELD
February 16, 2022

A regular meeting of the Boards of Directors of the Gold Hill Mesa Metropolitan District No. 1-3 (referred to hereafter as the "Boards") was convened on Wednesday, February 16, 2022, at 9:00 a.m. at 142 South Raven Mine Drive, Suite 200, Colorado Springs, CO and via video teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Stephanie Edwards, President
John Olson, Secretary/Treasurer
Barry Brinton, Assistant Secretary

Director Tiffany Willard, Assistant Secretary was absent and excused.

Also, In Attendance Were:

Pete Susemihl, Esq.; Susemihl, McDermott & Downie, P.C
Krista Baptist and Seef Le Roux ; CliftonLarsonAllen LLP
Monte McKeehen; Hadley Properties
Mike McGinnis; Greenberg Traurig, LLP.

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Edwards called the meeting to order at 9:08 a.m. Following discussion, upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Boards approved the agenda, as presented and excused the absence of Director Willard.

Disclosures of Potential Conflicts of Interest: The Board noted the potential conflicts of interest below:

Director Brinton is on the Boards of Gold Hill Mesa Neighborhood Home Owners Association and serves as secretary of both associations. In addition, he is involved with various development companies including Gold Hill Mesa Partners Development Company, Gold Hill Neighborhood, and N & I Development.

Quorum, Location of Meeting and Posting of Meeting Notices: Mr. Susemihl confirmed a quorum was present and the meeting was properly noticed.

Public Comment: None.

RECORD OF PROCEEDINGS

Minutes from the November 17, 2021 Regular Board Meeting: Following review, upon a motion duly made by Director Brinton, seconded by Director Edwards and, upon vote, unanimously carried, the Boards approved the November 17, 2021 meeting minutes, as presented. Director Olson abstained from the vote.

FINANCIAL
MATTERS

December 31, 2021 Unaudited Financial Statements: Mr. Le Roux reviewed the financial statements with the Boards. Following review, upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Boards accepted the December 31, 2021 Unaudited Financial Statements.

Previous Claims and Current Claims: Mr. Le Roux reviewed the previous and current claims with the Boards. Following review, upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Boards ratified the previous claims and approved the current claims, as presented.

LEGAL
MATTERS

Resolution Authorizing the Issuance of Limited Tax General Obligation and Special Revenue Refunding and Improvement Senior Bonds, Series 2022A and Limited Tax General Obligation and Special Revenue Subordinate Bonds, Series 2022B(3): Mr. McGinnis reviewed the Bonds with the Board. Following review, upon a motion duly made by Director Olson, seconded by Director Brinton and, upon vote, unanimously carried, the Boards approved the Resolution Authorizing the Issuance of Limited Tax General Obligation and Special Revenue Refunding and Improvement Senior Bonds, Series 2022A and Limited Tax General Obligation and Special Revenue Subordinate Bonds, Series 2022B(3).

MANAGER
MATTERS

Other: None

LEGAL MATTERS

Other: None

OTHER BUSINESS

Other: None

ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned at 10:08 a.m.

Respectfully submitted,

By DocuSigned by:
Stephanie Edwards
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Secretary