

GRANBY RANCH METROPOLITAN DISTRICT

Special Board Meeting Minutes

Meeting Date: Friday August 08, 2023

Meeting Time: 6:01pm to 7:45pm

Meeting Location: Online video conference site as follows:

<https://www.gotmeet.me/DistrictBoardMeetingRoom2> Members of the public may also participate via phone using the dial-in-number: phone: (646) 749-3112/Access code #534-031-373

I. Roll Call (6:01pm)

A special meeting of the Board of Directors of the Granby Ranch Metropolitan District (District) was called and held as shown above and in accordance with the statutes of the State of Colorado. The following Directors were in attendance:

Directors	Office	Attendance
Matt Girard	President	Present
Robert O' Munneke	Vice President	Present
Steven Conrad	Secretary	Present
Stefan Haberer	Treasurer	Present
Natascha O' Flaherty		Present

Also, in attendance was District Manager Annemarie Tucker (Wolfersberger, LLC); general counsel representation for the District, Alan Pogue, (Icenogle Seaver Pogue, P.C.); special counsel for the District, Brian Matisse, David TeSelle, Erica Garcia and Dean Batchelder (Burg Simpson Eldredge Hersh & Hardine, P.C); attorneys from law firm Husch Blackwell LLP (Katie Jenner) and the following residents/homeowners: Tom and Debbie DeBoalt, Micah Hildenbrand, Jennifer Dubrow, Scott Shippy, Glenn O' Flaherty, Nick Raible, Mark and Peggy Martin, John Gillogley, Mark Hermanson, Gary Benough, Pat Connick, Tom Young, Aimee Rogers, and Jeff Link.

II. Administrative Matters

- a) Call to order: The meeting was called to order by Director Girard. Director Girard also stated the meeting will be recorded and posted on the District's website.
- b) Declaration of quorum: Director Girard noted four of five directors were present at the commencement of the meeting and quorum is met for this meeting.
- c) Review director qualifications and present disclosures of potential conflicts of interest: All Directors confirmed their qualifications to serve on the Board. The Board reviewed the agenda for the meeting, following which four of five directors disclosed no conflicts of interest with the business to be discussed and conducted at the meeting.

Director O' Flaherty stated the following: "On February 28, 2022, GRCO LLC and GR Terra, LLC, filed a civil lawsuit against me and my husband individually, to enforce an alleged trail

easement over my property. That lawsuit is completely separate and unrelated to GRMD's pending lawsuit. However, out of an abundance of caution, I am making this disclosure on the record. I will be able to be fair and impartial while discussing on all matters related to GRMD's lawsuit."

Director O' Flaherty also reported that she has filed a complaint with the Campaign Finance Division of the Colorado Secretary of State against GRCO, LLC, GT Terra, LLC and Nick Raible regarding alleged campaign finance disclosure failures. Director O' Flaherty stated she will be able to be fair and impartial while discussing on all matters related to GRMD's lawsuit.

- d) Meeting protocol & logistics of public comment: Director Girard briefly reviewed and discussed the protocol & logistics for public comments during this meeting, which will be considered and allowed for each and every agenda item.
- e) Unscheduled public comments: Director Girard opened the floor to public comments. The following homeowners provided comments: Nick Raible, Scott Shippy and Glenn O' Flaherty.

III. Executive Session

David TeSelle and Director Girard provided a brief update regarding the court's rulings regarding the District's litigation with HMD/GPGH/GR Terra regarding the LPA. Director Girard opened the floor to public comments regarding executive session and the following homeowners provided comments: Tom Young, Jennifer Dubrow, Mark Hermanson, John Gillogley, Debbie DeBoalt, Gary Benough, Peggy Martin, Jeff Link, Micah Hildenbrand, Tom DeBoalt and Nick Raible.

At 6:37pm, Director Girard motioned to convene the meeting to executive session per C.R.S. 24-6-402(4)(b) to confer with legal counsel regarding (1) December 31, 2012 Second Amended and Restated Lease Purchase Agreement (LPA) and the June 1, 2005 Amenity Fee Agreement and (2) status of associated ongoing litigation with HMD/GPGH/GR Terra regarding the LPA. Director Conrad seconded the motion and the Board voted 5-0 to approve the motion.

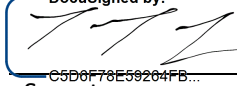
In addition to all directors, the following individuals also attended the executive session: Ms. Tucker, Mr. Pogue, Ms. Garcia, Mr. Batchelder, Mr. Teselle. Director O' Flaherty dropped off the meeting at 7:29pm.

At 7:43pm, Director Girard motioned to close the executive session. Director Haberer seconded the motion and the Board voted 4-0 to approve the motion.

Post executive session Discussion: Mr. Pogue reported that the Board properly convened the executive session to receive advise from legal counsel regarding only those topics noted in the Board's executive session motion and that the executive session was not recorded due to attorney/client privileged discussion in executive session, and stated no actions or motions were voted on by the Board during executive session.

IV. Adjournment (7:45pm)

There being no further business to come before the Board, and upon motion duly made by Director Girard, seconded by Director Conrad and unanimously carried, the meeting was adjourned. The next regular board meeting is scheduled for Thursday August 10, 2023, at 6:00pm online at: <https://www.gotmeet.me/DistrictBoardMeetingRoom2> Members of the public may also participate via phone using the dial-in-number: phone: (646) 749-3112/Access code #534-031-373

DocuSigned by:

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Secretary Natascha O'Flaherty

12/7/2023

Date