

GRANBY RANCH METROPOLITAN DISTRICT

Special Board Meeting Minutes

Meeting Date: Friday September 15, 2023

Meeting Time: 6:00pm to 6:54pm

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 (6:00pm)

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	Absent
Stefan Haberer	Treasurer	Present
Natascha O' Flaherty		Present
Vacancy		

Also, in attendance was District Manager Charles Wolfersberger (Wolfersberger, LLC); special counsel for the District, Dean Batchelder and Lisa Marks (Burg Simpson Eldredge Hersh & Hardine, P.C); and the following residents/homeowners: Micah Hildenbrand, Tom & Joanne Young, John & Linda Gillogley and Bill Woodson.

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 three of four 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 two of three 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 lawsuit against me and my husband individually, to enforce an alleged trail easement. That lawsuit is separate and distinct from the GRMD lawsuit. It is set for a hearing on January 16th with a pending motion for summary judgement. Since the declarations provide that once a final unit is platted any trail easements are vacated. However, out of an abundance of

caution, I am making this disclosure for the record. I will be able to fairly and impartially discuss this lawsuit on the agenda. Also, I filed a complaint with the Division of Campaign Finance with the Colorado Secretary of State, which has now been merged with a separate complaint filed by Mr. Wolfersberger, against GRCO, GR Terra, Husch Blackwell and Nick Raible and [SOS ruling on such complaint] is pending.”

- 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 provided comments: Director O’ Flaherty.

III. Executive Session

At the request of Director Girard, Mr. Batchelder provided a brief update regarding the LPA litigation status and schedule. Director Girard opened the floor to public comments regarding executive session and nobody from the public provided comments.

At 6:13pm, 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 Haberer seconded the motion and the Board voted 3-0 to approve the motion.

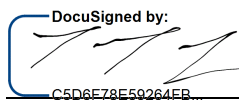
In addition to all directors, the following individuals also attended the executive session: Mr. Wolfersberger, Ms. Marks and Mr. Batchelder.

At 6:40pm, Director Girard motioned to close the executive session. Director O’ Flaherty seconded the motion and the Board voted 3-0 to approve the motion.

Post executive session Discussion: Director Girard motioned to direct Burg Simpson to file a notice of appeal regarding District Court’s July ruling regarding the LPA litigation. Director O’Flaherty seconded the motion and, after Board discussion, the Board voted 2-1 (Director Haberer opposed) to approve the motion.

IV. Adjournment (6:54pm)

There being no further business to come before the Board, and upon motion duly made by Director Girard, seconded by Director O’ Flaherty and unanimously carried, the meeting was adjourned. The next regular board meeting is scheduled for Friday November 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