

GRANBY RANCH METROPOLITAN DISTRICT

Regular Board Meeting Minutes

Meeting Date: Thursday February 08, 2024

Meeting Time: 6:02pm to 7:21pm

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 (6:02pm)

A regular 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
Stefan Haberer	Treasurer	Present
Natascha O' Flaherty		Present
Jason Bearden		Present
Tom Young		Present

Also, in attendance was District Manager Charles Wolfersberger (Wolfersberger, LLC); general counsel for the District, Alan Pogue (Icenogle, Sever & Pogue, PC); special counsel for the District, Dean Batchelder (Burg Simpson Eldridge Hersh Jardine, PC) and Bill O' Connell (Wells, Anderson & Race, LLC); attorneys from law firm Husch Blackwell LLP (David Richardson and Katie Jenner); Ted Cherry with the Town of Granby; and the following residents/homeowners: John Gillogley, Tom DeBoalt, Jeff Link and Peg Sawyer.

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 all 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 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 to enforce an alleged trail easement. Last week the court ruled that such alleged easement does not exist. The plaintiffs have informed us that

they now want to appeal that. This is separate from the GRMD litigation. I do not perceive this as a conflict and I have no pecuniary interest with these dealings. I am disclosing this out of an abundance of caution and am able to participate in a fair and impartial manner in these discussions.”

- 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) Review and consider appointment of a secretary: The Board reviewed and discussed appointing a director to the office of secretary. Director Girard motioned to appoint Director Bearden as secretary. Director O’ Flaherty seconded the motion and the Board voted 5-0 to approve the motion.
- f) Review and consider November 10, 2023 meeting minutes: The Board reviewed and discussed the November 10, 2023 board meeting minutes. Director Girard motioned to approve the minutes as amended. Director Haberer seconded the motion and the Board voted 5-0 to approve the motion.
- g) Review and consider November 10, 2023 annual townhall meeting minutes: The Board reviewed and discussed the November 10, 2023 annual townhall meeting minutes. Director Girard motioned to approve the minutes as presented. Director Young seconded the motion and the Board voted 4-0 to approve the motion. Director O’ Flaherty abstained from voting because she was not in attendance at that meeting.
- h) Unscheduled public comments: Director Girard opened the floor to public comments. The following provided comments: Jeff Link. Director O’Flaherty responded to Mr. Link’s comments.

III. Financial Matters

- a) Review and ratify contractor invoices: The Board reviewed the schedule of contractor invoices submitted for payment since the last meeting – 10 invoices totaling \$62,999.87. Director Girard motioned to approve payment of all invoices. Director O’ Flaherty seconded the motion and the Board voted 5-0 to approve the motion.
- b) Review and consider December 31, 2023 financial reports: The District Manager reviewed and discussed with the Board the District’s December 31, 2023 financial reports.

IV. Legal Matters

- a) LPA litigation update: Mr. Batchelder provided a brief update regarding the current status of the LPA litigation.
- b) Executive session regarding LPA litigation: The Board noted there was no need to hold executive session regarding the LPA litigation.

- c) Capital facility fee (CFF) litigation update: Mr. O' Connell provided a brief update regarding the current status of the CFF litigation.
- d) Executive Session – Capital Facility Fee Litigation: At 6:44pm, 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 the status of associated ongoing litigation initiated by GRCO, LLC against the District on May 26, 2023 regarding the District's capital facility fees. Director Haberer 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: Mr. Wolfersberger, Mr. Pogue and Mr. O' Connell.

At 7:19pm, Director Bearden motioned to close the executive session. Director Girard seconded the motion and the Board voted 5-0 to approve the motion.

- e) Post executive session discussion & potential action items: None

V. Adjournment (7:21pm)

There being no further business to come before the Board, and upon motion duly made by Director Girard, seconded by Director Haberer and unanimously carried, the meeting was adjourned. The next regular board meeting is scheduled for Thursday May 09, 2024, at 6:00pm online at: <https://www.gotomeet.me/Wolfersberger> Members of the public may also participate via phone using the dial-in number: (571) 317-3112 and access code #937-865-597

DocuSigned by:
Jason Bearden
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Secretary

5/24/2024

Date