

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF COPPERLEAF METROPOLITAN DISTRICT NO. 7

Held: Tuesday, February 25, 2025 at 1:30 p.m. at the offices of McGeady Becher Cortese Williams, 450 E. 17th Ave., Suite 400, Denver, Colorado, and also accessible via Zoom video/telephone conference. The meeting was open to the public.

Attendance

A Special Meeting of the Board of Directors of the Copperleaf Metropolitan District No. 7, County of Arapahoe, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Marc Cooper, President
Tracy Brooks, Assistant Secretary
Daniel Frank, Assistant Secretary

Following discussion, upon motion duly made by Director Brooks, seconded by Director M. Cooper, and upon vote unanimously carried, the Board excused the absences of Directors Jonathan Alpert and Eric R. “Rick” Miller.

Also present were:

Paula Williams, Esq., Kalen Hilliker, Esq., and Craig Sorensen; McGeady Becher Cortese Williams P.C.
Cathy Hamilton; Simmons & Wheeler, P.C.

Disclosure of Potential Conflicts of Interest

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board 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 the Board members prior to this meeting in accordance with statute. It was noted by Mr. Sorensen that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no new conflicts of interest were disclosed at the meeting.

Quorum / Meeting Location / Posting of Notices	<p>Mr. Sorensen confirmed the presence of a quorum. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s board meeting.</p> <p>The Board noted that the meeting was taking place at the physical meeting location noted above, which is within 20 miles of the District, and was also accessible via Zoom video/telephone conference. Mr. Sorensen reported that notice was duly posted on the website of the District, and that no objections to the meeting location or the video/telephonic manner of the meeting, or any requests that the meeting location or video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.</p>
Approval of Agenda	<p>The Board reviewed the agenda for the meeting. Following review and discussion, upon motion duly made by Director Brooks, seconded by Director M. Cooper, and upon vote unanimously carried, the Board approved the agenda.</p>
24-Hour Notice Posting Location	<p>Following discussion, the Board designated the location for posting of 24-hour meeting notices as the District website. If the website is not available, physical notice will be posted on a stake within the 20’ x 80’ District boundaries, located east of Highway E-470 and west of the intersection of S. Gun Club Rd. and E. Bellevue Ave.</p>
Public Comment	<p>There were no public comments.</p>
Consent Agenda	<p>Following review, upon motion duly made by Director M. Cooper, seconded by Director Brooks, and upon vote unanimously carried, the Board approved the Consent Agenda, as follows:</p> <ul style="list-style-type: none"> • Approve minutes of the November 12, 2024 Regular Meeting.
Unaudited Financial Statements	<p>Ms. Hamilton reviewed with the Board the unaudited financial statements for the period ending December 31, 2024.</p> <p>Following review and discussion, upon motion duly made by Director Brooks, seconded by Director M. Cooper, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2024.</p>

Development Plan and Agreement

Director M. Cooper reviewed with the Board the Development Plan and Agreement Establishing Vested Property Rights for Copperleaf Planning Areas N and O, by and among Quincy-East Commercial Investors, LLC, Rippey Commercial Investors, LLC, Copperleaf Metropolitan District No. 7, and the Board of County Commissioners of Arapahoe County, Colorado (the “Development Agreement”).

Following review and discussion, upon motion duly made by Director Brooks, seconded by Director M. Cooper, and upon vote unanimously carried, the Board approved the Development Agreement.

Other Business

There was no other business.

Adjournment

There being no further business coming before the Board, upon motion duly made by Director M. Cooper, seconded by Director Brooks, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on April 15, 2025.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Craig Sorenson

Secretary