

MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF
FOUNDERS VILLAGE METROPOLITAN DISTRICT AND
VILLAGES AT CASTLE ROCK METROPOLITAN DISTRICT NO.4
HELD

February 16, 2023

A regular meeting of the Board of Directors of Founders Village Metropolitan District and Villages at Castle Rock Metropolitan District No. 4 (referred to hereafter as "Board") was convened on the 16th day of February 2023, at 6:30 P.M., at The Ridge House, 4501 Enderud Boulevard, Castle Rock, CO and via teleconference platform accessible to the public.

ATTENDANCE

Directors in Attendance Were:

Jeremy Groves, President
Matt Hilinski, Vice President
Mary Cates, Treasurer (via videoconference)
Mike Meachum, Assistant Secretary (via videoconference)
Patrice Neef, Assistant Secretary (via videoconference)

Also, in Attendance Were:

O. Karl Kasch; Cimarron Consultants, Inc. (via videoconference)
Daryl Fields, Nicole Wing, Doug Campbell (via videoconference), Kenny Parrish, and Ronnie Kenfield (in person); Pinnacle Consulting Group, Inc.
Harley Gifford and Matt Ruhland; Cockrel Ela Glesne Greher & Ruhland, P.C. (via videoconference)
Cathy Hamilton, CPA; Simmons & Wheeler, P.C. (via videoconference)
K.C. Veio; Kline, Alvarado, Veio PC (via videoconference)
Joel Laufer; Robinson Waters & O'Dorisio, P.C.

Director Groves called the meeting to order at 6:32 P.M.

ADMINISTRATIVE
MATTERS

Agenda: Mr. Kasch requested Board consideration to add item IV C. Resolution Regarding District Manager and Assistant District Manager's Limited Power Regarding Agreements and Expenditures for Villages at Castle Rock Metropolitan District No. 4. Following review and discussion, upon motion duly made by Director Hilinski, seconded by Director Neef and, upon vote, unanimously carried, the agenda was approved as amended.

Meeting Location/Notice: The Board entered a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board further noted that notice of this location was duly posted.

Declaration of Quorum: Director Groves declared that a quorum of the Board was present, with all five members in attendance.

Disclosure of Potential Conflicts of Interest:

Mr. Gifford disclosed that Director Meachum serves as a Director for the Founders Village Master Association ("FVMA") Board and confirmed that a conflict disclosure was filed with the Secretary of State prior to the meeting. Director Meachum reported that his term on the FVMA Board will be expiring in a few months.

Consent Agenda: The Board considered the following items on the consent agenda:

1. Approval of the January 18, 2023, Regular Meeting Minutes.
2. Ratification of District Work Orders and/or Construction Change Orders in the amount of \$156,460.00.
3. Ratification of Pool and Clubhouse Work Orders in the amount of \$0.
4. Ratification of Payment of Claims through the period ended January 31, 2023, totaling \$0 for Founders Village Metropolitan District, and \$111,071.32 for Villages at Castle Rock Metropolitan District No. 4.
5. Acceptance of unaudited Financial Statements through the period ended December 31, 2023.

Following review and discussion, upon motion duly made by Director Neef, seconded by Director Cates and, upon vote, unanimously carried, the Board approved the consent agenda items.

Community Comments: The Board opened the meeting to public comment. There were no comments made by members of the public and this portion of the meeting was closed.

Board Member Comments: Director Neef encouraged the rest of the Board members and the consultants to get familiar with SB-238 that will be in effect in the year 2024. Director Neef requested a work session regarding bonds and how they will impact the mill levies.

Manager/
Administrator
Matters

Management Report: Mr. Kasch reviewed the written Manager's Report with the Board and responded to questions.

Operations and Maintenance Update by Assistant Managers: Mr. Kenfield reviewed the Operations and Maintenance report with the Board and responded to questions. Mr. Kenfield reported that he completed a site walk through with Matt Eccles and John Holland for installment of hardscapes around the District and will present landscaping ideas to the Board during the next meeting. Mr. Kasch reported that the new landscape design ideas may trigger a new plan for the Town of Castle Rock to review. Director Neef requested that the consultants advertise that the District is working towards water conservation. Mr. Kasch stated he will collaborate with Pinnacle Consulting Group, Inc. to promote to the community District No. 4 multi-year plans for irrigation water conservation.

Review GF and CPF Project Status Reports: Mr. Kasch reviewed the GF and CPF Status Reports with the Board and responded to questions. Mr. Kasch reported he will be meeting with Pinnacle Consulting Group, Inc.'s Capital Project Manager, Randall Provencio, and the Director of Capital Infrastructure and Facilities Management, Doug Campbell, to seek collaboration on future capital project management, including the Sewer Outfall project and the Pavilion project. Mr. Kasch stated that the SDP Amendment has been submitted to the Town of Castle Rock and is hoping to put the Pavilion project out to bid in late spring, early summer. Mr. Kenfield reported that the master valves for the smart controllers will be installed soon dependent on weather.

FINANCIAL
MATTERS

Discuss Fee Rebate Reconciliation from Town of Castle Rock: Mr. Kasch reviewed the fourth quarter Development Fee Rebates with the Board and answered to questions. Mr. Kasch reported that the Town of Castle Rock will be issuing payment to District No. 4 of approximately \$174,000.

Discuss future agreement regarding District 9 reimbursement to District 4 for water/sewer infrastructure and treatment capacities (4.12 M): Mr. Kasch discussed the future agreement regarding District 9 reimbursement to District 4 for water/sewer infrastructure and treatment capacities (4.12 M) with the Board and responded to questions.

Legal Matters

Status Report for Ongoing 2022 Agreements: Mr. Kasch reviewed the Status Report for Ongoing 2022 Agreements and responded to questions. Mr. Kasch reported he continues to explore the sidewalk snow maintenance issues with the Town of Castle Rock. Mr. Kasch stated the Town of Castle Rock has other snow removal agreements with the other Districts nearby.

Resolution authorizing submission to eligible electors of the District at the May 2, 2023, election posing the question of eliminating limitations on Board Member terms. One Resolution for each District: Mr. Gifford presented the Resolutions authorizing submission to eligible electors of the District at the May 2, 2023, election posing the question of eliminating limitations on Board Member terms to the Board and answered questions. Mr. Gifford reported there has been one self-nomination form received thus far. Mr. Gifford Explained the resolutions will only come to fruition if there is a contested election. Following review and discussion, upon motion duly made by Director Groves, seconded by Director Hilinski and, upon vote, unanimously carried, the Board approved the Resolution authorizing submission to eligible electors of the District at the May 2, 2023, election posing the question of eliminating limitations on Board Member terms for Villages at Castle Rock Metropolitan District No. 4, as presented.

Following review and discussion, upon motion duly made by Director Meachum, seconded by Director Hilinski and, upon vote, unanimously carried, the Board approved the Resolution authorizing submission to eligible electors of the District at the May 2, 2023, election posing the question of eliminating limitations on Board Member terms for Founders Village Metropolitan District, as presented.

Resolution Regarding District Manager and Assistant District Manager's Limited Power Regarding Agreements and Expenditures for Villages at Castle Rock

Metropolitan District No. 4: Mr. Gifford and Mr. Kasch presented the Resolution Regarding District Manager and Assistant District Manager's Limited Power Regarding Agreements and Expenditures for Villages at Castle Rock Metropolitan District No. 4 to the Board and answered questions. Following review and discussion, upon motion duly made by Director Groves, seconded by Director Cates and, upon vote, unanimously carried, the Board approved the Resolution Regarding District Manager and Assistant District Manager's Limited Power Regarding Agreements and Expenditures for Villages at Castle Rock Metropolitan District No. 4.

OTHER
BUSINESS

There were no Other Business brought before the Board.

Executive
Session

At approximately 7:13 P.M., Director Groves moved that pursuant to C.R.S. Section 24-6-402(4)(b) and Section 24-6-402(4)(e) and upon an affirmative vote of at least two-thirds of the Board members present for the motion, the Board entered into executive session for the purpose of receiving legal advice discussing recent legal opinions from special counsel, KC Veio and Joel Laufer, and an IGFA between District No. 4 and District No. 9. Director Hilinski seconded the motion and, upon unanimous vote the Board moved into executive session for the above-stated purpose. Joel Laufer, Esq. and Matt Ruhland, Cockrel Ela Glesne & Ruhland, P. C. joined the meeting at this time.

The Board reconvened from executive session at approximately 8:15 P.M. and affirmed that no action was taken in the executive session.

The Board directed legal counsel to provide the IGFA draft to District No. 9 and to draft a Reimbursement Agreement with District No. 9. The Board requested that a future Transition and Assignment Agreement be drafted to address transition process for the District and a road map for the Founder's District cash handling on June 1, 2031, and thereafter.

ADJOURNMENT

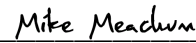
There being no further business to come before the Board, upon motion duly made by Director Neef, seconded by Director Hilinski and, upon vote, unanimously carried, the meeting adjourned at 8:26 P.M.


THESE MINUTES ARE APPROVED AS THE OFFICIAL FEBRUARY 16, 2023, MINUTES OF THE FOUNDERS VILLAGE METROPOLITAN DISTRICT AND VILLAGES AT CASTLE ROCK METROPOLITAN DISTRICT NO. 4 BY THE BOARD OF DIRECTORS SIGNING BELOW:


DocuSigned by:

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Jeremy Groves

Patrice Neef

DocuSigned by:

81E0114E4195
Mike Meachum

DocuSigned by:

265B26A7A36171
Matt Hilinski

DocuSigned by:

1857157097A5468
Mary Cates