

**MINUTES OF  
A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
RED BARN METROPOLITAN DISTRICT  
HELD  
JULY 14, 2025**

A special meeting of the Board of Directors (the “Board”) of the Red Barn Metropolitan District (the “District”) was convened on Monday, July 14, 2025, at 11:00 a.m. This meeting was held via Zoom videoconference. The meeting was open to the public.

**ATTENDANCE**

**Directors In Attendance Were:**

Cynthia Myers  
Mark Hensley  
LeRoy Van Dyke  
Joseph Sutton

**Also In Attendance Were:**

Ann Finn; Public Alliance LLC

Elisabeth A. Cortese, Esq. and Kalen Hilliker, Esq.; McGeady Becher Cortese Williams P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Brenda Owings; Century Communities

Susie Ellis; Community Preservation Specialists, Inc.

**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

**Disclosures of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes (“C.R.S.”) to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Ms. Finn noted that a quorum was present and requested members of the Board 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 the statute. Attorney Cortese noted that all Directors’ Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

**ADMINISTRATIVE  
MATTERS**

**Agenda:** Ms. Finn reviewed the agenda for the District's special meeting.

## RECORD OF PROCEEDINGS

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Following discussion, upon motion duly made by Director Myers, seconded by Director Van Dyke and, upon vote, unanimously carried, the Board approved the agenda.

**Location of Meeting and Posting of Notices:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. The Board determined to conduct this meeting at the above stated location and via Zoom videoconference. The Board noted that notice of this meeting and the location and Zoom meeting information was duly posted, and the Board had not received any objections to the location and/or format of the meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

**May 6, 2025 Regular Election:** It was noted that the May 6, 2025 Regular Election was cancelled as allowed by statute as there were not more candidates than seats available. Attorney Cortese noted that Directors Myers, Hensley, and Van Dyke were elected to four-year terms ending May 8, 2029 and Director Sutton was elected to a two-year term ending May 4, 2027.

**Appointment of Officers:** The Board entered into a discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Myers, seconded by Director Van Dyke and, upon vote, unanimously carried, the following slate of officers was appointed:

Cindy Myers	President
Mark Hensley	Treasurer
LeRoy Van Dyke	Secretary
Joseph Sutton	Assistant Secretary

**Resignation of Director:** The Board acknowledged the resignation of Skyler Hager from the Board of Directors.

**Minutes:** The Board reviewed the minutes of the November 7, 2024 Regular Meeting, November 7, 2024 Annual Meeting and February 13, 2025 Special Meeting.

Following discussion, upon motion duly made by Director Myers, seconded by Director Sutton and, upon vote, unanimously carried, the Board approved the

minutes of the November 7, 2024 Regular Meeting, November 7, 2024 Annual Meeting and February 13, 2025 Special Meeting.

## RECORD OF PROCEEDINGS

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**Public Comment:** There were no public comments.

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### **FINANCIAL MATTERS**

**Engineer's Report and Certification #2 dated May 22, 2022, Prepared by Ranger Engineering, LLC ("Ranger") ("Engineer's Report and Certification #2"):** The Board reviewed Engineer's Report and Certification #2. Following review, upon a motion duly made by Director Myers, seconded by Director Sutton and, upon vote, unanimously carried, the Board ratified acceptance of Engineer's Report and Certification #2, in the amount of \$2,149,490.44.

**Engineer's Report and Certification #3 dated February 13, 2025, Prepared by Ranger ("Engineer's Report and Certification #3"):** It was noted that Engineer's Report and Certification #3 was accepted at the February Board meeting.

**Engineer's Report and Certification #4 dated June 25, 2025, Prepared by Ranger ("Engineer's Report and Certification #4"):** The Board reviewed Engineer's Report and Certification #4. Following review, upon a motion duly made by Director Myers, seconded by Director Sutton and, upon vote, unanimously carried, the Board accepted Engineer's Report and Certification #4, in the amount of \$794,233.41.

**Claims:** Ms. Wheeler presented for the Board's review and consideration the payment of claims for the period ending March 31, 2025.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Van Dyke and, upon vote unanimously carried, the Board ratified approval of and approved the payment of claims, in the total amount of \$30,149.05.

**Unaudited Financial Statements:** Ms. Wheeler presented for the Board's review the unaudited financial statements for the period ending March 31, 2025.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Sutton and, upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2025.

**Public Hearing to Further Amend the 2024 Budget:** Director Myers opened the public hearing to consider a Resolution to Further Amend the 2024 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Further Amend the 2024 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing.

## RECORD OF PROCEEDINGS

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No public comments were received, and the public hearing was closed.

Following review and discussion, Director Myers moved to adopt the Resolution to Further Amend the 2024 Budget, Director Sutton seconded the motion and, upon vote, unanimously carried, the Board adopted the Resolution to Further Amend the 2024 Budget.

**2024 Audit:** Ms. Wheeler reviewed with the Board the draft 2024 Audit.

Following review and discussion, upon motion duly made by Director Myers, seconded by Director Sutton, and upon vote, unanimously carried, the Board approved the 2024 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter from Auditor.

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### **LEGAL MATTERS**

**Resolution Regarding Continuing Disclosure Policies and Procedures, related to the Series 2025 Bonds:** Attorney Cortese review the Resolution Regarding Continuing Disclosure Policies and Procedures, related to the Series 2025 Bonds with the Board.

Following review and discussion, upon motion duly made by Director Myers, seconded by Director Van Dyke, and upon vote, unanimously carried, the Board adopted the Resolution Regarding Continuing Disclosure Policies and Procedures, related to the Series 2025 Bonds with the Board.

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### **CAPITAL MATTERS**

**Status of Development:** Ms. Owings reported the native areas have been seeded and are currently under warranty.

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### **OPERATIONS AND MAINTENANCE**

**Future Operation and Maintenance Obligations:** Director Myers noted that the developer will be submitting a request to the District for acceptance of certain improvements within the next few weeks.

**Updates to Street Map:** Attorney Cortese noted that the District needs to post a Street Map on the District's website. Director Meyers noted that a map will be provided.

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### **COVENANT ENFORCEMENT/ DESIGN REVIEW**

**Engagement by Public Alliance LLC of Community Preservation Specialists, Inc. for Covenant Enforcement Services and Design Review Processing:** Ms. Ellis discussed Covenant Enforcement and Design Review Processing with the Board.

## RECORD OF PROCEEDINGS

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Following review and discussion, upon motion duly made by Director Myers, seconded by Director Sutton, and upon vote, unanimously carried, the Board acknowledged engagement by Public Alliance LLC of Community Preservation Specialists, Inc. for Covenant Enforcement Services and Design Review Processing.

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### OTHER BUSINESS

The Board discussed updating the District's website, notifying residents of District matters and developing rules and regulations.

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### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Myers, seconded by Director Van Dyke and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By \_\_\_\_\_

DocuSigned by:

*Mark Hensley*

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Secretary for the Meeting