
RECORD OF PROCEEDINGS

**Minutes of the Special Meeting
of the Board of Directors of the
Red Sky Ranch Metropolitan Districts
December 20, 2021**

Attendance

The following Directors were present:

- James Malernee
- James Benedict
- Steve Stroker

Also in attendance were:

- Bill Ankele, Esq White Bear Ankele Tanaka & Waldron
- Ken Marchetti, CPA Marchetti & Weaver LLC
- Eric Kurzweil, RSR property owner
- Peter Mason, RSR property owner
- Peter McClenahan, Esq. OgbornMihm, LLC
- Kim Seter, Esq. Seter & Vander Wall PC

Call to Order

The Special Meeting of the Board of Directors of the Red Sky Ranch Metropolitan District was called to order by Director Malernee noting a quorum was present. *This meeting was held in a teleconferencing format.*

**Potential
Conflicts**

The Board reviewed the agenda for the meeting. The Board confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The Board noted, for the record, the intent of fully complying with laws pertaining to potential conflicts.

New Business

Oath of Office: It was reported Mr. Kurzweil had accepted appointment to the Board to fill one vacancy. The oath of office was administered to Mr. Kurzweil. Once finalized the oath will be filed as required.

Executive Session

Upon motion duly made and seconded, it was unanimously

RESOLVED to enter into executive session citing §24-6-402(4) (b) and (e) for the purpose of receiving the legal advice related to specific legal questions and developing positions related to negotiations for debt management and water matters. Mr. Mason, Mr. Seter and Mr. McClenahan were asked to attend the executive session. Furthermore, pursuant to §24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the Board's special counsel attorney, constitute privileged attorney-client communication pursuant to §24-6-402(4)(b)and(e). The Board entered into executive session at 2:10 p.m. and adjourned the executive session at 3:00 p.m.

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Red Sky Ranch Metropolitan District December 20, 2021 Meeting Minutes

Mr. Marchetti exited the meeting at 2:10 p.m.

Upon return to regular session Mr. Seter announced that all discussions were subject to attorney/client privilege and within the topics authorized by §24-6-402(4)(b)and(e). No motions or other decisions were made or consummated in the executive session.

Adjourn

Upon motion duly made and seconded, it was unanimously

RESOLVED to adjourn the December 20, 2021 Special Meeting of the Red Sky Ranch Metropolitan District Board of Directors.

Respectfully submitted,
Ken Marchetti
Recording Secretary