

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CAROUSEL FARMS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
AUGUST 31, 2023

A special meeting of the Board of Directors of the Carousel Farms Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, August 31, 2023, at 9:00 a.m., via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cynthia Myers
Taylor Lilly

Also, In Attendance Were:

Elisabeth A. Cortese, Esq., and Emily Murphy, Esq.; McGeady Becher P.C.
Lisa Johnson; CliftonLarsonAllen LLP (CLA)
Eric Barney; Board Candidate
Brenda Owings; Century Communities

ADMINISTRATIVE MATTERS

Disclosures and 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. Attorney Cortese noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Quorum/Meeting Location/Posting of Notice: The presence of a quorum was confirmed.

The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board Meeting. Following discussion, upon motion duly made by Director Myers, seconded by Director Lilly, and upon vote unanimously carried, the Board determined to conduct this meeting via Microsoft Teams videoconference. The Board further noted that notice of this meeting, the location, and the Microsoft Teams meeting information was duly posted and the Board had not received any objections to the format of the meeting or any requests that the meeting be changed by taxpaying electors within the District’s boundaries.

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Agenda: The Board reviewed the Agenda for the meeting. Following review, upon motion duly made by Director Myers, seconded by Director Lilly and, upon vote unanimously carried, the Board approved the Agenda, as presented.

Board Appointment: The Board discussed the vacancy on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible electors, Eric Barney and Nash Verano, were nominated to serve on the Board. Following discussion, upon motion duly made by Director Myers, seconded by Director Lilly, and upon vote unanimously carried, the Board appointed Eric Barney and Nash Verano to fill the vacancies on the Board.

Appointment of Officers: Following discussion, upon motion duly made by Director Myers, seconded by Director Lilly and, upon vote unanimously carried, the following slate of officers was appointed for the District:

President: Cynthia Myers
Secretary: Eric Barney
Treasurer: Nash Verano
Assistant Secretary: Taylor Lilly

Public Comment: None.

July 26, 2023 Special Meeting Minutes: Following review, upon a motion duly made by Director Myers, seconded by Director Lilly and, upon vote unanimously carried, the Board approved the July 26, 2023 Special Meeting Minutes.

**FINANCIAL
MATTERS**

Other: None.

**LEGAL
MATTERS**

Other: None.

**MANAGER
MATTERS**

Other: None.

OTHER BUSINESS

2023 Meeting Schedule: The Board discussed and determined to hold its statutory Annual Meeting on November 7, 2023, at 12:00 p.m. The Board further discussed and determined to cancel its November 8, 2023 Regular Meeting and to instead hold a Special Meeting on November 7, 2023, at 12:15

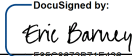
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p.m., during which time the Board will have a public hearing on the proposed 2024 budget.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Myers, seconded by Director Lilly and, upon vote, unanimously carried, the Board adjourned the meeting at 9:22 a.m.

Respectfully submitted,

By  _____
Secretary for the Meeting