

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
BANNING LEWIS RANCH REGIONAL METROPOLITAN DISTRICT
NO. 2
(THE "DISTRICT")
HELD
MARCH 28, 2023

A regular meeting of the Board of Directors of the Banning Lewis Ranch Regional Metropolitan District No. 2 (referred to hereafter as the "Board") was convened on Tuesday, March 28, 2023, at 9:00 a.m. via video teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Thomas Garmong, Assistant Secretary
Scott Smith, Assistant Secretary

Bruce Rau, President, was absent and excused.

Also, In Attendance Were:

Lisa Mayers, Esq.; Spencer Fane, LLP
Josh Miller, Korben Heim and Rob Lange; CliftonLarsonAllen LLP ("CLA")
Tyler Jones; Banning Lewis Ranch Metropolitan District No.8 and Oakwood Homes
Don Ferron; Oakwood Homes

ADMINISTRATIVE MATTERS

Call to Order and Agenda: The meeting was called to order at 9:01 a.m.

Following review, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Following discussion, upon a motion duly made by Director Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board excused the absence of Director Rau.

Disclosures of Potential Conflicts of Interest: The Directors present noted for the record that they have financial interests in entities active in developing property within the boundaries of the District, or are employed by such entities, and that such interests may be affected from time to time by actions of the District's Board of Directors. In accordance with state law, the Directors have filed written disclosures describing such potential conflicts of interest with the Secretary of State.

RECORD OF PROCEEDINGS

Quorum, Location of Meeting and Posting of Meeting Notices: A quorum of the Board was confirmed. The Board noted the meeting was noticed on the website and posted as required.

Public Comment: None.

Minutes from the November 28, 2022 Special Board Meeting and the December 12, 2022 Special Board Meeting: Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board approved the Minutes of the November 28, 2022 Special Meeting, and the Minutes of the December 12, 2022 Special Meeting.

Appointment of Officers: Following discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board appointed the following officers:

Office:

President	Bruce Rau
Treasurer	Scott Smith
Secretary	Thomas Garmong
Assistant Secretary	Vacant
Assistant Secretary	Vacant

Other: None

FINANCIAL MATTERS

December 31, 2022 Unaudited Financial Statements: Mr. Lange reviewed the Financial Statements with the Board. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board accepted the December 31, 2022 Unaudited Financial Statements as presented.

Claims: Mr. Lange presented the past and current claims to the Board. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board approved the past and current claims as presented.

Other: None

ENGINEERING MATTERS

Excavation of the Regional Detention Pond 100: It was noted that the Regional Detention Pond 100 was acquired by the District to serve Village A. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board

RECORD OF PROCEEDINGS

approved awarding the contract to Frazee Construction Co. for the excavation of the Regional Detention Pond 100.

Structures and Access for Regional Detention Pond 100: Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board approved awarding the contract to Frazee Construction Co. for the structures and access for the Regional Detention Pond 100, subject to final review by legal and the construction manager, before documents are circulated for execution.

Phase 2 of the Installation of Landscape on Banning Lewis Parkway: Mr. Jones reviewed the Phase 2 landscape project with the Board. He noted that the improvement areas include both sides of Dublin to Banning Lewis Parkway, and the west side of Banning Lewis Parkway to Redcloud. Following review and discussion, upon a motion duly made by Director Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board approved awarding the contract to ColoradoScapes.com for the Phase 2 installation of landscape on Banning Lewis Parkway, subject to final review by legal and the construction manager, before documents are circulated for execution.

Ratification of Change Orders with Schmidt Construction Company: Mr. Jones reviewed the following Change Orders with the Board. Following review and discussion, upon a motion duly made by Director Garmong, seconded by Director Smith and, upon vote, unanimously carried, the Board ratified approval of the following Changes Orders:

November 22, 2022 Change Order Number 01 Phase 2 with Schmidt Construction Company

December 9, 2022 Change Order Number 01 Phase 3 with Schmidt Construction Company

December 9, 2022 Change Order Number 2 Phase 2 with Schmidt Construction Company

December 9, 2022 Change Order Number 2 Phase 3 with Schmidt Construction Company

December 9, 2022 Change Order Number 03 Phase 3 with Schmidt Construction Company

Other: None

LEGAL MATTERS

Other: Director Smith inquired on the May 3, 2023 Director Election. Attorney Mayer reported that no residents submitted Self Nomination and Acceptance Forms.

OTHER BUSINESS

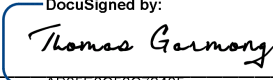
Other: None.

RECORD OF PROCEEDINGS

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Smith, seconded by Director Garmong and, upon vote, unanimously carried, the Board adjourned the meeting at 9:25 a.m.

Respectfully submitted,

By  _____
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Secretary for the Meeting