

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED REGULAR MEETING OF SOUTHSHORE METROPOLITAN DISTRICT NOS. 1 AND 2 HELD APRIL 12, 2022

A Coordinated Regular Meeting of the Boards of Directors of the Southshore Metropolitan District No. 1 (“**District No. 1**”) and Southshore Metropolitan District No. 2 (“**District No. 2**” and collectively with District No. 1, the “**Districts**”) was held on April 12, 2022 at 3:00 p.m. The Meeting was held by virtual attendance on Zoom at <https://us02web.zoom.us/j/86943680229>, (669) 900-9128 or (346) 248-7799 or (646) 558-8656 or (253) 215-8782 or (301) 715-8592 or (312) 626-6799.

ATTENDANCE

Directors in Attendance were:

Aaron L. Clutter, Vice President/Assistant Secretary/Treasurer,
District No. 1
Kevin Stadler, Vice President/Secretary, **District Nos. 1 and 2**
P. Joseph Knopinski, Vice President/Secretary/Treasurer, **District No. 1**
Kurtis W. Williams, Vice President/Assistant Secretary/Treasurer,
District No. 1
Ryan Zent, President,
District No. 2

Absent (excused):

Nathan Fogg, Vice President/Treasurer, **District No. 2**
Nathan Kennedy, Vice President/Assistant Secretary/Treasurer,
District No. 2
Tiffany Wells, Vice President/Assistant Secretary/Treasurer, **District No. 2**

Cathy Hamilton of Simmons & Wheeler
David A. Greher of Cockrel Ela Glesne Greher & Ruhland, PC
 (“CEGR”)
Sarah H. Luetjen of CEGR
Doug Richter of Earnweald Consulting Services, LLC

CONFLICTS OF INTEREST

Director Knopinski disclosed that he provides consulting services to Southshore Recovery Acquisition, LLC, which has significant ownership and/or investment interests in the property within the Districts

None of the other Directors have advised of any potential current conflict of interest for this meeting. A statement of related interests has previously been filed with the Board and Secretary of State for Director Knopinski. All disclosures of potential conflict of interest statements previously filed are deemed continuing for all purposes and are incorporated into the record of the meeting.

NOTICE

Mr. Greher stated that Notice had been properly posted at least 24-hours prior to the meeting on the Districts' website. Mr. Greher confirmed that such Notice was also placed at the entrance of the Lakehouse, Lighthouse and sent to the City of Aurora Clerk. The certification of posting is attached hereto. The notice also included the agenda items.

MARCH 8, 2022 MINUTES

Deferred.

PUBLIC COMMENT

None.

ACCOUNTANTS REPORT

Ms. Hamilton presented a list of checks to ratify and invoices to be approved.

Following discussion, motions were made, seconded and unanimously carried, the Board of District No. 1 (a) approved and confirmed the disbursements as presented and (b) approved the checks.

Ms. Hamilton then reported that the auditor was still working on District No. 1's 2020 audited financials and it should be finalized by the end of April.

EXECUTIVE
SESSION

The Boards of District No. 1 and District No. 2 moved that the regular meeting of the Boards be temporarily adjourned and that each Board reconvene in Executive Session pursuant to Section 24-6-402(4)(b), C.R.S., to confer with District Counsel to obtain legal advice regarding the Districts' contractual obligations, current litigation matters, and related issues. The Board temporarily adjourned the regular meeting at 3:22 p.m. and reconvened in Executive Session.

The Board concluded the Executive Session and reconvened in regular session at 3:40 p.m.

DISTRICT NO. 2
VACANCY

Mr. Greher noted that after the May 3, 2022 election, there will be one vacancy on the District No. 2 Board. The Board discussed identifying candidates to fill the vacancy.

LIGHTHOUSE
EXPENSES

Following discussion, a motion was made, seconded and unanimously carried, the Board ratified lighthouse expenses.

ZONING ISSUES

This topic was tabled.

DISCUSSION OF
CITY PARK
FLOODING

Director Stadler then discussed the flooding at City Park. Mr. Richter noted that a chase or culvert will need to be installed to help with the flooding issue and will work on this.

OTHER
MATTERS

Director Zent discussed the consolidation of District No. 1 and 2. Mr. Greher noted that this may not be feasible until the requisitions are complete which could occur in early 2023.

ADJOURNMENT

There being no other matters to come before the Board, the meeting was adjourned.

Respectively submitted,



David A. Greher, Secretary for the meeting

APPROVED

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Aaron Clutter

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Aaron L. Clutter

DocuSigned by:

Kevin Stadler

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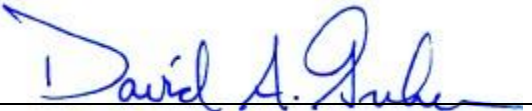
Kevin Stadler

Joe Knopinski

Ryan Zent

Kurtis Williams

Pursuant to Section 24-6-402(2)(d.5)(I)(B), C.R.S., I hereby attest that I am the attorney of the Districts, that I was in attendance during the Joint Executive Session of the Boards of the Districts convened on April 12, 2022, and that the discussion during the Executive Session constituted a privileged attorney-client communication for which no record is required to be kept by law.



David A. Greher, General Counsel