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MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
HERITAGE HILLS METROPOLITAN DISTRICT  
HELD  
AUGUST 21, 2017

A special meeting of the Board of Directors of the Heritage Hills Metropolitan District was held on August 21, 2017 at 3:00 p.m. at the Heritage Hills Clubhouse, 9201 Heritage Hills Parkway, Lone Tree, Colorado 80124. The meeting was open to the public.

Attendance

In attendance were the following Directors:

Bob Orban (via telephone)  
Rich Johanson  
Brent Bailey

The Board excused Director Lew and Director Tuckers absence.

Also in attendance were:

Denise Denslow and Rachel Heap; CliftonLarsonAllen LLP (“CLA”)  
Tamara Seaver; Icenogle Seaver Pogue  
Pam Ladiner: Heritage Hills HOA  
Abe Laydon: Heritage Hills Homeowner

Call to Order

The meeting was called to order at 3:27 a.m.

Declaration of  
Quorum/Director  
Qualifications/  
Disclosures of  
Conflicts

The Board discussed the requirement pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. It was noted that Board Member Darron Tucker also serves on the Board of the Heritage Hills Homeowners Association, Inc.

Public Comments

None.

Legal Items

A. Executive Session Pursuant to Sections 24-6-402(4)(a), 24-6-402(4)(b), and 24-6-402(4)(c), C.R.S. for the Purpose of Receiving Legal Advice on Specific Legal Questions and Determining Positions Relative to Matters that may be Subject to Negotiations, Developing Strategy for Negotiations, and Instructing Negotiators Regarding the Purchase, Acquisition, Lease, Transfer, or Sale of Real Property.

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Following discussion, upon a motion duly made by Director Bailey, seconded by Director Johanson and, upon vote, unanimously carried, the Board entered into Executive Session at 3:28 p.m.

Following discussion, upon a motion duly made by Director Bailey, seconded by Director Johanson and, upon vote, unanimously carried, the Board exited from Executive Session at 4:18 p.m.

No action was taken by the Board.

Next Meeting

A. Confirm Quorum for Next Board Meeting

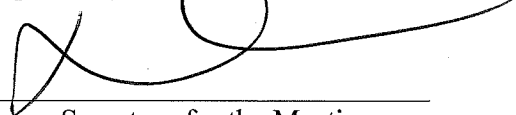
The Board confirmed a quorum for the meeting scheduled for Thursday, October 12, 2017 at 12:30 p.m. at the Heritage Hills Clubhouse, 9201 S. Heritage Hills Parkway, Lone Tree, CO 80124.

Following discussion, upon a motion duly made by Director Bailey, seconded by Director Johanson and, upon vote, unanimously carried, the Board approved a special meeting scheduled for Friday, August 25, 2017 at 3:00 p.m. to consider the use of eminent domain.

Adjournment

The meeting adjourned at 4:22 p.m.

Respectfully submitted,



Secretary for the Meeting