

**RECORD OF PROCEEDINGS**

Foxhill Metropolitan District No. 2

September 12, 2023

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**MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF  
FOX HILL METROPOLITAN DISTRICT NO. 2  
DOUGLAS COUNTY, COLORADO**

**HELD:** Tuesday, September 12, 2023, at 5:00 p.m. at 6120 Bridle Path Lane, Parker, CO  
80134

**ATTENDANCE:**

A regular meeting of the Board of Directors (the "Board") of Fox Hill Metropolitan District No. 2 (the "District") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present:

Braden McLoughlin, President  
Charles Howell, Treasurer  
Taryn Weiss, Secretary/Asst Treasurer  
Devin Capra, Director  
Robert T. Marks, Director

**Absent:**

None

**Also present:**

Paul Rufien, Rufien Law, P.C.

**13 Members of the community:**

David and Lynn Stalker  
Kenneth McCollor  
Libby Marks  
Jennifer Blandon  
Ken and Mary Monson  
Tom Krupp  
Julie Hansen  
Dwight Freeman  
Francis Howell  
Mark Weiss  
Paige McLaughlin

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**CALL TO ORDER:**

Director McLoughlin called the meeting to order at 5:00 p.m., explained the purpose of the meeting, and noted that a quorum of the Board was present.

**DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:**

Director McLoughlin discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and the Secretary of the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director is to verbally reveal their potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise. Director McLoughlin generally discussed contracting limitations between Directors and the Districts. The Board noted that general disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and updated disclosures regarding the board agenda as a transactional disclosure had been filed as well. Upon motion duly made, seconded and unanimously carried, the Board directed that said general disclosures be incorporated herein.

**APPROVAL OF THE AGENDA:**

The Board reviewed the agenda. Upon motion duly made by Director McLoughlin, seconded by Director Marks, and unanimously carried, the Board approved the agenda as amended, adding an additional item "C" Forensic Accounting under Financial Matters.

**PUBLIC COMMENT:**

None.

**APPROVAL OF MINUTES:**

**August 8, 2023, Meeting Minutes**

The Board reviewed the minutes of the Regular Meeting held on August 8, 2023. The Board agreed to amend the minutes to include a comment made by the Declarant that he believes District No. 2 is misusing funds considering the costs of monthly meetings and that regardless of requests made from management for online access to District bank accounts that because he has 17 Independent Bank Accounts he will not be turning over access to the District accounts to management. Upon a motion duly made by Director Howell, seconded by Director McLoughlin, and unanimously carried, the Board approved the minutes as amended.

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### **FINANCIAL ITEMS:**

#### **Financial Update**

Director Howell presented. He stated that Centennial Consulting Group still does not have online bank access to simplify their review of District No.1 flow of funds, which complicates and delays management's ability to provide District No. 2 accurate financials. Director McLoughlin has stated that the open records request hasn't yet been filed since CCG has received the requested bank information.

Upon a motion duly made by Director McLoughlin, seconded by Director Howell, and unanimously carried, the Board engaged a forensic auditor and authorized Mr. Rufin to negotiate the terms of the engagement and Director McLoughlin to sign the engagement letter once completed.

### **DISCUSSION ITEMS:**

Director McLoughlin stated that these discussions items are ultimately the responsibility of District No. 1. CCG has been working with District No. 1, but have had limited communication or cooperation to remedy these issues.

#### **Lighting at Monument Signs**

The Board discussed the proposal received and are awaiting approval from District No. 1. No action taken.

#### **Landscaping Matters**

The Board discussed outstanding landscape related items (primarily at the entrances). No action taken.

#### **District Roadway Cleaning**

The Board discussed the process for roadway cleaning. No action taken.

#### **Outstanding Covenant Violations**

The Board discussed No action taken.

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**COMMITTEE MATTERS:**

**Landscape Committee Volunteers**

Director Marks stated that there are three (3) members on this committee. He proposed that the landscape committee could consider becoming a partner with the Design Review Committee to work together to ensure that District No. 2 continues to have a strong voice in the DRC.

**Architectural Review**

**i. Discuss Landscape Deposit Return to Homeowners**

The Board noted that CCG would like to have control of these funds, to ensure that homeowner's landscape installation is reviewed for compliance and deposits returned promptly.

**Social Committee Report**

Director Weiss stated the next event will be Oktoberfest on October 14, 2023.

**Real Estate Report**

Director Capra presented there are sixteen (16) lots available.

**Farm Committee Report**

Director McLoughlin updated those in attendance regarding the community farm.

**Budget Committee Report**

Director Howell presented that the Budget Committee plans to meet on September 18, 2023. The committee will be assisting in preparing the budget for 2024 and will be certifying the Mil Levey for 2024.

**Ready, Set, Go Fire Report**

Director Howell updated the community. No action taken.

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Upon a motion duly made and seconded, followed by an affirmative vote of at least two-thirds of the quorum present, the Board entered into executive session for the purpose of receiving confidential legal advice related to District Water Fees pursuant to Section 24-6-402(4)(b), C.R.S.

**Executive Session (if required) Executive Session pursuant to §24-6-402(4)(b) and/or §24-6-402(4)(e), C.R.S. for the purpose of receiving legal advice regarding:**

a. To confer with and seek the advice of legal counsel regarding the district's service plan relating to the water enterprise pursuant to C.R.S. 24-6-402(4)(b).

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of legal counsel to the District, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Also pursuant to Section 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during the executive session.

The Board reconvened in regular session.

**OTHER MATTERS:**

None.

**ADJOURNMENT:**

There being no further business to come before the Board, upon a motion duly made by Director McLoughlin and seconded by Director Weiss, the meeting was adjourned.

The foregoing Minutes constitute a true and correct copy of the Minutes of the above-referenced meeting and were approved by the Boards of Directors of the Foxhill Metropolitan District No. 2.

  
Taryn Weiss, Secretary/Asst. Treasurer