MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
HERITAGE HILLS METROPOLITAN DISTRICT (THE "DISTRICT")
HELD
OCTOBER 30, 2026

A special meeting of the Board of Directors of the Heritage Hills Metropolitan District (referred to hereafter as the "Board") was convened on October 30, 2026, at 12:30 p.m., via Zoom. The meeting was open to the public.

ATTENDANCE:

Directors in attendance were:
Shaun Seales, President
Brad Dodds, Vice-President
Paul Strickland, Secretary
Heath McLaughlin, Assistant Secretary

Absent was Director Jerome Dyck.

Also, in attendance were:

Steve Fromm, Cathy Fromm and Chasity McKinnon, Fromm & Company LLC ("Fromm")
Dino Ross and James Silvestro, Ireland Stapleton Pryor & Pascoe, P.C. ("ISPP")
Members of the Public: Jill Clark and Mark Deorio.

ADMINISTRATIVE MATTERS:

Call to Order

The meeting was called to order at 12:32 p.m.

Disclosures of 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. No additional conflicts were disclosed at the meeting.

Director McLaughlin expressed concerns regarding District Management's participation in Executive Sessions convened for the purpose of obtaining legal advice from the District's legal counsel. Director Seales made a motion to table consideration of this issue until a subsequent Board Meeting. The motion was seconded by Director Strickland. Upon a vote opposed by Director McLaughlin and supported by all other present Directors, this motion passed by a vote of 3 to 1.

Director McLaughlin departed the meeting at 12:47 p.m. and did not participate in any further proceedings.

Quorum, Location of Meeting Posting of Meeting Notice

A quorum was confirmed, and the meeting and location were approved and noticed as required pursuant to Colorado law.

Approval of Agenda

Upon motion by Director Strickland, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved the agenda as presented.

LEGAL MATTERS:

The Board discussed concerns that the public raised regarding potential Board action following the Executive Session that was included on the meeting agenda. After further discussion and upon motion by Director Seales and seconded by Director Dodds, and upon vote, unanimously carried, the Board confirmed that it would not take any action during this meeting following Executive Session.

Executive Session

Upon motion made by Director Seales, seconded by Director Strickland and, upon vote, unanimously carried, the Board agreed to enter into executive session at 1:05 p.m. for the purpose to receive legal advice on: (1) finance and budgeting matters, including the assessment, collection, retention, and spending of property taxes, the Taxpayer's Bill of Rights, and statutory requirements; and (2) vendor contracts, pursuant to Section 24-6-402(4)(b), C.R.S. Legal counsel confirmed that because the purpose of the Executive Session would be for legal advice pursuant to Section 24-6-402(4)(b), C.R.S., that the Executive Session would not be recorded.

The Board exited executive session at 2:42 p.m.

The Board confirmed that no action was taken during Executive Session.

ADJOURNMENT:

There being no further business to come before the Board at this time, upon a motion made by Director Seales, seconded by Director Dodds and upon vote, unanimously carried, the meeting was adjourned at 2:43 p.m.

Respectfully submitted,

By _____
Secretary for the Meeting