

Blackstone Metropolitan District
SPECIAL MEETING OF THE BOARD OF DIRECTORS
MINUTES
DECEMBER 15, 2022

ATTENDANCE & CALL TO ORDER - The special meeting held via Microsoft Teams was called to order at 6:02 pm by President, Shawn McGoff. Board Members in attendance were Shawn McGoff, Lee McCall, Rick Schroder, Perry Deeds, & Marty Liles. Others in attendance were Chris Herron and Shantelle Esquivel (Westwind), Clint Waldron (WBA), Steven Louis-Prescott (HROD Law), Jeffrey Moore (City of Aurora), plus 62 members of the public were present.

DISCLOSURE OF ANY CONFLICTS OF INTEREST – There were no conflicts to disclose.

AGENDA REVIEW / UPDATES OR APPROVAL – The Agenda was approved as provided.

DISCUSSION OF OIL AND GAS LEASING – Manager Jeffrey Moore with the City of Aurora, Oil & Gas Division, provided general background information regarding Oil, Gas and Mineral Rights as it relates to the proposed lease for District property.

Public Comment - President Shawn McGoff opened the meeting for public comment. Several members of the public had questions and comments concerning the Oil and Gas Lease matter. The Board, City of Aurora Manager, Jeffrey Moore, and Attorney Steven Louis-Prescott answered questions as it related to the proposed lease for the District property. Members of the public who had questions pertaining to individual owner lot requests were advised to seek personal legal representation.

Executive Session – On a motion duly made, seconded and unanimously carried, the Board entered into an executive session at 7:13pm pursuant to § 24-6-402(4)(b), C.R.S. , to hold conference with an attorney for the District for the purpose of receiving legal advice as it relates to a proposed Oil and Gas Lease with Axis Exploration LLC for the following real property owned by the District: T5S-R65W, Section 33: Tracts A, B, C, D, E, G & H of the High Plains Country Club Subdivision Filing No. 3 (the “Oil and Gas Lease”) and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to the proposed Oil and Gas Lease.

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 execution session.

At 7:50pm, on a motion duly made, seconded and unanimously carried, the Board returned to Regular Session for further discussion of the Oil and Gas Lease.

CONSIDER APPROVAL OF OIL AND GAS LEASE DOCUMENTS - A motion was made by Marty Liles to approve the Oil and Gas Lease documents, with the Addendum, and to authorize any member of the Board to execute the Lease Agreement and related documents. This motion was seconded by Shawn McGoff, followed by Lee McCall, and Rick Schroder, and objected by Perry Deeds. The motion passed approval 4-1. Each Board Member explained their position to the public and Attorney Steven Louis-Prescott provided details around the position of approval and included details around the Addendum.

ADJOURNMENT – A motion was duly made by Lee McCall, second by Marty Liles and unanimously carried to adjourn the meeting at 8:01pm.

ATTORNEY STATEMENT
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Blackstone Metropolitan District, I attended the executive session at the special meeting of Blackstone Metropolitan District convened at 4:15 p.m. on November 21, 2022 for the purpose of receiving legal advice pursuant to Section 24-6-402(4)(b), as it relates to a proposed Oil and Gas Lease with Axis Exploration LLC for the following real property owned by the District: T5S-R65W, Section 33: Tracts A, B, C, D, E, G & H of the High Plains Country Club Subdivision Filing No. 3 (the "Oil and Gas Lease") and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to the proposed Oil and Gas Lease. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication, and based on that opinion, no record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Clint C. Waldron, Esq.

Steven Louis-Prescott, Esq.