

MINUTES OF A JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS

OF

WINDLER METROPOLITAN DISTRICT NOS. 1-9
WINDLER OPERATIONS METROPOLITAN DISTRICT
WINDLER HOMESTEAD METROPOLITAN DISTRICT

Held: Thursday, January 26, 2023 at 12:00 p.m. at 5750
DTC Parkway, Suite 210, Greenwood Village, CO 80111
and via Zoom.

Attendance

The regular meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve, were in attendance:

Timothy O'Connor
Dustin Anderson
Douglas Hatfield

Director Fellows was absent and excused.

Also present were Clint C. Waldron, Esq., and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Barney Fix, Merrick & Company, District Engineer; Diane Wheeler, Simmons & Wheeler, District Accountant; Matt Ruhland, Esq., Cockrel Ela Glesne Greher & Rhuland, P.C., General Counsel to the Windler Public Improvement Authority; Kent Krause, Advance HOA Management, Inc., District Manager; and Kevin Collins.

Call to Order/Declaration of Quorum

Director Hatfield noted that a quorum of the Boards was present and called the meeting to order. Following discussion, upon a motion duly made and seconded, the Boards appointed Director Hatfield as the acting President for the meeting.

Director Conflict of Interest Disclosures

Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Murphy

inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Joint Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Confirmation of Posting of Meeting Notices

Mr. Krause confirmed the meeting notices had been posted in accordance with Colorado law.

Approval of Agenda

Ms. Murphy reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Ms. Murphy reviewed the items on the consent agenda with the Boards. Ms. Murphy advised the Boards that any item may be removed from the consent agenda to the special agenda upon the request of any director. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- December 1, 2022 Joint Special Meeting Minutes; and
- Joint Resolution Designating Meeting Notice Posting Location.

Financial Matters

Consider Approval of Claims Listing

Ms. Wheeler reviewed the Claims Listing in the amount of \$5,621.62 with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the claims.

Review Unaudited Financial Statements

Ms. Wheeler noted there are only quarterly financial statements for the Districts.

Other Financial Matters

None.

Construction Update

Mr. Fix presented a construction update to the Boards noting the water line is being installed and construction is progressing. The Boards engaged in general discussion regarding construction activities.

Legal Matters

Consider Approval of Temporary Construction Easement Agreement (East 48th Avenue) (Windler Operations Metro Dist.)

Ms. Murphy presented the Temporary Construction Easement Agreement for East 48th Avenue to the Board of the Windler Operations Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board of the Windler Operations Metropolitan District unanimously approved the easement agreement subject to final legal review.

Consider Approval of Infrastructure Acquisition Agreement (Windler Operations Metro Dist.)

Ms. Murphy presented the Infrastructure Acquisition Agreement to the Board of the Windler Operations Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board of the Windler Operations Metropolitan District unanimously approved the acquisition agreement subject to final legal review .

Other Legal Matters

None.

Other Business

Consider Appointment to Fill Vacancy and Administer Oath of Office

The Boards engaged in general discussion regarding appointments to fill vacancies. Following discussion, upon a motion duly made and seconded, the Boards unanimously appointed Kevin Collins to the Boards.

Consider Election of Officers

None.


Discuss Appointment to Windler Public Improvement Authority

None.

Adjournment

There being no further business to come before the Boards and following discussion, upon a motion duly made, the Boards unanimously determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.


Dustin Anderson (Jul 14, 2023 14:57 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 24th day of February, 2023.