

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, May 25, 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 were in attendance:

Christopher Fellows  
Timothy O'Connor  
Dustin Anderson  
Douglas Hatfield  
Kevin Collins

Also present were Megan J. Murphy, Esq.; White Bear Ankele  
Tanaka & Waldron, District General Counsel; Barney Fix, Merrick  
& Company, District Engineer; Diane Wheeler, Simmons &  
Wheeler, District Accountant; Kent Krause and Britta Schurle,  
Advance HOA Management, Inc., District Manager; Madison  
Phillips, Esq., and Matthew Ruhland, Esq.; Cockrel Ela Glesne  
Greher & Ruhland, P.C., Windler Public Improvement Authority  
General Counsel; Julia Johnson, Fellows Companies.

Call to Order/Declaration of  
Quorum

Director Fellows noted that a quorum of the Boards was present  
and called the meeting to order.

Director Conflict of Interest  
Disclosures

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.

#### Consider Election of Officers

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards unanimously elected Director O'Connor as Treasurer and Director Anderson as Secretary.

#### Approval of Agenda

Director Fellows 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

Director Fellows 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:

- April 27, 2023 Joint Regular Meeting Minutes.

#### Financial Matters

#### Consider Approval of Claims Listing

Ms. Wheeler reviewed the Claims Listing in the amount of \$6,849.20 with the Boards of District Nos. 1-9. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-9 unanimously approved the claims.

Ms. Wheeler reviewed the Claims Listing in the amount of \$1,017.75 with the Board of Windler Homestead Metropolitan District (“**Windler Homestead**”). Following discussion, upon a motion duly made and seconded, the Board of Windler Homestead unanimously approved the claims.

Review Schedule of Cash Position and Property Tax reconciliation      Deferred.

Other Financial Matters      None.

### **Construction Update**

General Update      Mr. Fix provided an update noting that the E470 ramp and bridge work is going well and mass grading is approximately 50% complete.

### **Legal Matters**

Discuss 2023 Legislative Memorandum      Ms. Murphy reviewed the 2023 Legislative Memorandum with the Boards.

Update on the 48th Ave Dedication and Easements      Ms. Murphy noted that they are waiting on updated legal descriptions.

Public Hearing on Inclusion of Property (Windler Operations)      Director Fellows opened the public hearing on the Petition for Inclusion of Property. Ms. Murphy noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Inclusion of Property (Windler Operations)      Ms. Murphy reviewed the Petition and Resolution and Order for Inclusion of Property with the Board Windler Operations Metropolitan District (“**Windler Operations**”). Following discussion, upon a motion duly made and seconded, the Board of Windler Operations determined to grant the petition and adopt the resolution subject to engineer verification of legal description.

Consider Adoption of Resolutions Concerning the Imposition of a Park and Rec Fee (Windler Operations)      Ms. Murphy reviewed the Resolutions Concerning the Imposition of a Park and Rec Fee with the Board of Windle Operations. Following discussion, upon a motion duly made and seconded, the Board of Windler Operations unanimously approved the Resolutions Concerning the Imposition of a Park and Rec Fee.

Other Legal Matters      None.

**Other Business**      None.

### **Director’s Items**

Update on Aerotropolis  
Regional Transportation  
Authority (“ARTA”)

Director Fellows noted that the Boards should be hearing from ARTA soon.

Status of Recreation Center

Deferred.


Discuss Regular Board  
Meeting Schedule

The Boards engaged in general discussion regarding rescheduling the monthly regular meetings outside the lunch hour and directed legal counsel to confirm a new regular meeting date.

**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 (Jun 27, 2023 14:26 MDT)

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Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 26th day of June, 2023.