

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

WINDLER HOMESTEAD METROPOLITAN DISTRICT

Held: Thursday, April 21, 2022 at 12:00 p.m. at 5750 DTC Parkway, Suite 210, Greenwood Village, CO 80111 and via Zoom

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 qualification to serve, were in attendance:

Christopher Fellows  
Timothy O'Connor  
Dustin Anderson

Also present were Clint C. Waldron, Esq., and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons & Wheeler, P.C., District Accountant; Barney Fix, Merrick & Company, District Engineer; Matt Ruhland, Esq., and Joe Norris, Esq., Cockrel Ela Glesne Greher & Ruhland, P.C., Special Counsel to the District regarding the Establishment Agreement for the Windler Public Improvement Authority; and Tom Kaufman.

Call to Order/Declaration of Quorum

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

Director Conflict of Interest Disclosures

Ms. Murphy advised the Board 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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy inquired into whether members of the Board 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 Board to act.

Confirmation of Meeting Notice and Posting Ms. Murphy confirmed the meeting notices were posted as required by law.

Approval of Agenda The Board reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as amended.

Public Comment None.

**Consent Agenda** Director Fellows reviewed the items on the consent agenda. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- October 21, 2021 Special Meeting Minutes;
- Claims Listing in the amount of \$732.26;
- Resolution Designating 24-Hour Posting Location; and
- Acknowledgement Regarding Required Mill Levy Under Capital Pledge Agreement.

### **Legal Matters**

Other Legal Matters None.

### **Financial Matters**

Review Unaudited Financial Statements None.

Other Financial Matters None.

### **Other Business**

Discuss Membership in ARTA Mr. Waldron noted the District is a member of ARTA but does not have a representative on the Board. The Board deferred discussion.

Consider Appointment to ARTA Board of Directors Deferred.

**Adjourn** There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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

*Dustin Anderson*

[Dustin Anderson \(May 26, 2022 11:52 MDT\)](#)

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Secretary for the Meeting

The foregoing minutes were approved on the 19th day of May, 2022.