

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

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

Held: Thursday, May 19, 2022 at 4:00 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:

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, PC, District Accountant; Barney Fix, Merrick & Company, District Engineer; Doug Hatfield, Alberta Development Partners; and members of the public.

**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 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 Ms. Murphy confirmed the meeting notice was posted as required by 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 elected Director Fellows as President, 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 regular 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 21, 2022 Joint Regular Meeting Minutes; and
- Independent Contractor Agreement with Advance HOA Management, Inc. for District Management Services (Windler Metropolitan District).

Legal Matters

Discuss District Boundary Adjustments The Boards engaged in general discussion regarding boundary adjustments and requested a one hour work session to consider boundary adjustments.

Other Legal Matters None.

Financial Matters

Review Unaudited Financial Statements Deferred.

Approval of Claims Listing Ms. Wheeler reviewed the claims listing with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payment of claims.

Other Financial Matters None.

Other Business

Discuss Membership in ARTA Ms. Murphy informed the Boards that there is a deadline for District Nos. 2-9 as well as for Windler Metropolitan District to execute an ARI Establishment Agreement in order to impose flat five (5) mills as authorized by the Service Plan. Director Fellows asked legal counsel to follow up with Ms. Noble regarding the financing plan for ARTA.

Consider Appointment to ARTA Board of Directors Deferred.

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

Dustin Anderson (Jun 21, 2022 14:16 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 17th day of June, 2022.