

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, October 27, 2022 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:

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; 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 Tom Kaufman.

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

Deferred.

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:

- September 29, 2022 Joint Special Meeting Minutes;
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.;
- Joint Resolution Designating Meeting Notices Posting Location; and
- Joint Resolution Calling May 2, 2023 Regular Election.

Legal Matters

Consider Adoption of Joint 2023 Annual Administrative Resolution

Ms. Murphy reviewed the Joint 2023 Annual Administrative Resolution with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Discuss and Review Insurance General Liability Schedule and Limits, Consider Authorization to Bind Coverage

Ms. Murphy reviewed the current general liability schedule and limits with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the general liability schedule with excess liability and authorized legal counsel to bind coverage.

Consider Approval of Joint Contractor Agreement with Heatherly Creative for Website Maintenance and Management Ms. Murphy reviewed the Joint Contractor Agreement with Heatherly Creative for Website Maintenance and Management with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement.

Discuss Board Member Contact Emails for District Website Ms. Murphy noted that the new law requires contact information be posted on the Districts' website. Following discussion, upon motion duly made and seconded, the Boards unanimously approved setting up a general email inbox.

Other Legal Matters None.

Financial Matters

Review Property Tax Summary, Cash Position and Unaudited Financial Statements Deferred.

Consider Approval of Claims Listing Deferred.

Public Hearing on 2022 Budget Amendment (*if necessary*) Not necessary.

Consider Approval of Resolution Amending the 2022 Budget (*if necessary*) Not necessary.

Public Hearing on 2023 Budget (Windler Homestead MD) Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (Windler Homestead MD) Ms. Wheeler reviewed the 2023 Budget with the Board of Windler Homestead MD. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 1)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 1)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund, mills for the Debt Service Fund, and mills for the Aurora Regional Improvement Authority as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 2)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 2)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 3)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 3)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 4)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 4)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 5)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 5)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 6)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 6)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 6. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 7)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 7)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 7. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 8)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 8)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 8. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (No. 9)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (No. 9)

Ms. Wheeler reviewed the 2023 Budget with the Board of District No. 9. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget and appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (Windler Operations MD)

Director Fellows opened the public hearing on the proposed 2023 Budget. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting the 2023 Budget (Windler Operations MD)

Ms. Wheeler reviewed the 2023 Budget with the Board of Windler Operations MD. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Consider Authorization for filing 2022 Application for Exemption from Audit (District Nos. 2-9, Windler Operations MD, Windler Homestead MD)

Ms. Wheeler discussed the need for Applications for Exemption from Audit for the fiscal year ending December 31, 2022 with the Boards. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 2-9, Windler Operations MD and Windler Homestead MD unanimously authorized the account to prepare and file 2022 Applications for Exemption from Audit.

Other Financial Matters

None.

Other Business

Discussion Regarding
Aurora Regional
Improvement Authority

Director Fellows requested a public workshop be set up to discuss the Aurora Regional Improvement Authority.

Directors Fellows noted for the record that the current economic conditions and delays in getting City approval and entitlements may impact the progress of development within the project and revenues paid to the Districts and the Windler Public Improvement Authority.

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 \(Dec 13, 2022 12:41 MST\)](#)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 1st day of December, 2022.