

MINUTES OF THE JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF POWHATON ROAD
METROPOLITAN DISTRICT NOS. 1-7

Held: Wednesday, April 14, 2021 at 10:00 a.m.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconferencing.

Attendance

A joint special meeting of the Boards of Directors of Powhaton Road Metropolitan District Nos. 1-7 was called and held as shown above and in accordance with the applicable laws of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

James Spehalski
Roger Hollard
CJ Kirst

Directors Jill Spehalski and Jennifer Kirst were absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were: Kristin B. Tompkins, Esq., Megan J. Murphy, Esq., Ashley B. Frisbie, and Dan J. Cordova, White Bear Ankele Tanaka & Waldron, Attorneys at Law, Legal Counsel, District Manager, and Project Manager; Diane Wheeler, Simmons & Wheeler, PC, District Accountant; and Kim Martin, Esq., Otten Johnson Robinson Neff + Ragonetti, PC, Special Counsel.

**Call to Order/Declaration
of Quorum**

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

Combined Meeting

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 herein, 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.

**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.

Approval of Agenda

Ms. Frisbie presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda, as presented.

Public Comment

None.

Consent Agenda

Ms. Frisbie reviewed the items on the consent agenda with the Boards. Ms. Frisbie advised the Boards that any item may be moved 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/or adopted:

- March 24, 2021 Special Meeting Minutes; and
- 2020 Audit Exemption (District No. 7)

Legal Matters

Consider Approval of Operating Pledge Agreement by and among the Districts, Sun Meadows Metropolitan District Nos. 1-4, and Powhaton Community Authority

Ms. Martin presented the Boards with the Operating Pledge Agreement by and among the Districts, Sun Meadows Metropolitan District Nos. 1-4, and Powhaton Community Authority for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Operating Pledge Agreement, subject to confirmation of the required mill levy and final legal review, with an effective date of May 1, 2021.

Discuss Status of Acceptance of Underdrain Improvements

Mr. Cordova provided the Boards with an update on the acceptance of the underdrain improvements, noting that the developer's construction team is currently working through televising of the underdrain lines. No action was needed by the Board at this time.

Discuss Connection to Main Line Underdrain by Homebuilders

Mr. Cordova provided the Boards with an update on the status of connection to the main line underdrain by homebuilders.

The Boards discussed options related to connection requirements. Ms. Tompkins and Ms. Murphy recommended that the Districts receive an engineer's recommendation if connection will not be required. Following discussion, the Boards determined to require homebuilders to connect to the main line underdrain, and directed staff to provide notice to the homebuilders of the required connection, as of April 14, 2021.

Management Matters

Discuss Status of Park and Open Space Use Policy

Ms. Frisbie provided the Boards with an update on the status of preparation of the Park and Open Space Use Policy, noting that she continues to work with CCMC to finalize the policy.

Financial Matters

Consider Approval of Payables/Financials

Ms. Wheeler presented the Boards with the claims payable totaling \$128,766.44 for ratification. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the claims payable.

Ms. Wheeler presented the Boards of District Nos. 1, 2, and 7 with the December 31, 2020 unaudited financial statements. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1, 2, and 7 unanimously accepted the financial statements.

Consider Adoption of Joint Resolution Concerning the Imposition of a Capital Facilities Fee (Powhaton Community Authority and District No. 3)

Ms. Murphy presented the Board of District No. 3 with the Joint Resolution Concerning the Imposition of a Capital Facilities Fee with Powhaton Community Authority for consideration. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted the resolution.

Conduct Public Hearing on 2021 Budgets and Consider Adoption of Resolutions Adopting the 2021 Budgets (District Nos. 4-6)

Director Spehalski opened the public hearings on the proposed 2021 Budgets for District Nos. 4-6. Ms. Frisbie noted that notice of the public hearings were provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearings were closed.

Ms. Wheeler presented the 2021 Budgets to the Boards of District Nos. 4-6 for consideration. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 4-6 unanimously adopted the resolutions adopting the 2021 Budgets

and appropriating funds. The Districts did not certify mill levies for collection in 2021.

Other Financial Matters

None.


Other Business

The next meeting is scheduled for July 7, 2021.

Adjournment

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

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


Roger Hollard (Aug 17, 2021 12:41 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 12th day of August, 2021.