

MINUTES OF THE JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF POWHATON ROAD METROPOLITAN DISTRICT NOS. 1, 3, 4 AND 7

Held: Tuesday, August 1, 2023, at 5:00 p.m.

The meeting was held via teleconference.

Attendance

The joint Regular meeting of the Boards of Directors of Powhaton Road Metropolitan District No. 1 (“District No. 1”), Powhaton Road Metropolitan District No. 3 (“District No. 3”), Powhaton Road Metropolitan District No. 4 (“District No. 4”) and Powhaton Road Metropolitan District No. 7 (“District No. 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

Also present were:

Megan Murphy, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; AJ Beckman, Ann Finn and Sarah Warner, Public Alliance, LLC; Diane Wheeler (for a portion of the meeting) and Morgan Wheeler; Simmons & Wheeler, PC.

Call to Order

It was noted that a quorum of the Boards was present, and the meeting was called to order at 6:19 p.m.

Combined Meeting

The Boards of Directors of District Nos. 1, 3, 4 and 7 have determined to hold joint meetings of District Nos. 1, 3, 4 and 7 and to prepare joint minutes of action taken by District Nos. 1, 3, 4 and 7. Unless otherwise noted herein, all official action reflected in these minutes is the action of District Nos. 1, 3, 4 and 7. Where necessary, action taken by an individual District will be so reflected in these minutes.

Conflict of Interest Disclosures

Attorney Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney 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.

Attorney 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.

Agenda

The Boards reviewed the proposed agenda.

Following discussion, upon a motion duly made by Director Spehalski, seconded by Director Hollard, and upon vote, unanimously carried, the Boards of District Nos. 1, 3, 4 and 7 approved the agenda, as amended.

Public Comment

There was no public in attendance.

Appointment of Officers

Following discussion and review, upon a motion duly made by Director Spehalski, seconded by Director Hollard and, upon vote unanimously carried, the Board elected the following slate of officers:

President:	James Spehalski
Secretary:	Roger Hollard
Treasurer:	CJ Kirst

Consent Agenda

The following items on the consent agenda were considered routine or administrative. Following a summary by Mr. Beckman, upon motion duly made Director Kirst, seconded by Director Spehalski, and upon vote, unanimously carried, the Boards took the following actions:

- Approved of Regular Meeting Minutes from the April 4, 2023 meeting (District Nos. 1, 3, 4 and 7).
- Approval of Regular Meeting Minutes from the May 10, 2023 meeting (District No. 1).
- Ratify approval of 2022 Annual Report.

Legal Matters

First Amendment to Annual Administrative Resolution: Attorney Murphy reviewed the First Amendment to Annual Administrative Resolution with the Board.

Following discussion, upon motion made by Director Spehalski, seconded by Director Hollard and, upon vote, unanimously carried, the Boards approved the First Amendment to Annual Administrative Resolution.

Amended and Restated Joint Resolution of the Board of Directors of the Powhatan Community Authority and Powhatan Road Metropolitan District No. 3 Concerning the Imposition of an Operations Fee (“Resolution”): Attorney

Murphy reviewed the Resolution with the Board. Following discussion, upon motion made by Director Spehalski, seconded by Director Hollard and, upon vote, unanimously carried, the Boards approved the Resolution.

Management Matters

None

Financial Matters

Financial Statements (District No. 1): Ms. Wheeler reviewed the June 30, 2023 financial statements with the Board.

Following discussion and review, upon a motion duly made by Director Hollard, seconded by Director Spehalski and, upon vote unanimously carried, the District 1 Board approved the June 30, 2023 unaudited financial statements.

Financial Statements (District No. 7): Ms. Wheeler reviewed the June 30, 2023 financial statements with the Board.

Following discussion and review, upon a motion duly made by Director Spehalski, seconded by Director Hollard and, upon vote unanimously carried, the District 7 Board approved the June 30, 2023 unaudited financial statements.

Other Business

Next Board Meeting: Mr. Beckman noted the next regular meeting is scheduled for October 3, 2023, at 5:00 p.m.

Town Hall for District No. 3: Town Hall Meeting: Mr. Beckman discussed with the Board the new Town Hall meeting requirements pursuant to Senate Bill 23-110. He noted Public Alliance will poll board members and consultants for a date and time to conduct the Town Hall meeting via Zoom. It was noted the public will be notified of the Town Hall meeting by posting a notice on the District's website and Public Alliance LLC will work with the HOA on an email blast to the residents.

Adjournment

Upon a motion duly made by Director Hollard, seconded by Director Kirst, and upon vote, unanimously carried, the meeting was adjourned.

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

DocuSigned by:

Roger Hollard

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Secretary for the Meeting