

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF  
POWHATON ROAD METROPOLITAN DISTRICT NO. 2**

Held: Tuesday, August 1, 2023, at 4:30 p.m.

The meeting was held via teleconference.

**Attendance**

The Regular meeting of the Board of Directors of Powhaton Road Metropolitan District No. 2 (the “District”) 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 Board, were in attendance:

Robert Gregory Coates  
Whitney Graham  
Jennifer R. Merrick  
CJ Kirst  
Fiona Wood

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 and Morgan Wheeler, Simmons & Wheeler, PC.; James Spehalski, Roger Hollard, Powhaton Community Authority and Powhaton Road Metropolitan District Nos. 1, 3, 4 and 7 Directors; Sue Santos, Harmony Master Homeowners Association (“HOA”) Community Manager

**Call to Order**

It was noted that a quorum of the Board was present, and the meeting was called to order at 4:33 p.m.

**Conflict of Interest  
Disclosures**

Attorney Murphy advised the Board 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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Attorney 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.

**Agenda**

The Board reviewed the proposed agenda.

Following discussion, upon a motion duly made by Director Kirst, seconded by Director Merrick, and upon vote, unanimously carried, the Board 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 Wood, seconded by Director Merrick and, upon vote unanimously carried, the Board elected the following slate of officers:

President: Robert Gregory Coates  
Secretary: CJ Kirst  
Treasurer: Whitney Graham  
Assistant Secretary: Fiona Wood  
Assistant Secretary: Jennifer R. Merrick

**SDA Conference**

Mr. Beckman discussed with the Board the Special District Association’s Annual Conference on September 12, 13 and 14, 2023.

Following discussion and review, upon a motion duly made by Director Kirst, seconded by Director Merrick and, upon vote unanimously carried, the Board authorized Director Wood to attend the SDA Conference virtually.

**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 Wood, and upon vote, unanimously carried, the Boards took the following actions:

- Approved of Regular Meeting Minutes from April 4, 2023 and May 10, 2023 meetings.
- Ratified approval of 2022 Annual Report.

**Legal Matters**

**Amended and Restated Joint Resolution of the Board of Directors of the Powhatan Community Authority and Powhatan Road Metropolitan District No. 2 Concerning the Imposition of an Operations Fee (“Resolution”):** Attorney Murphy reviewed the Resolution with the Board. Following discussion, upon motion duly made Director Spehalski, seconded by Director Hollard, and upon vote, unanimously carried, the Board adopted the Resolution.

**Management Matters**

**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.

**Financial Matters**

**Financial Statements:** Ms. Wheeler reviewed the June 30, 2023 financial statements with the Board.

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

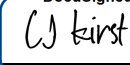
**Other Business**

**Next Board Meeting:** Mr. Beckman noted the next regular meeting is scheduled for October 3, 2023, at 4:30 p.m.

**Adjournment**

Upon a motion duly made by Director Kirst, seconded by Director Wood, 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:  
  
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Secretary for the Meeting