

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

WINSOME METROPOLITAN DISTRICT NO. 1

Held: Thursday, August 11, 2022, at 9:30 a.m., at 1864 Woodmoor Drive, Suite 100, Monument, Colorado, and the following video/telephone conference: <https://us02web.zoom.us/j/81385004453?pwd=Y21aRGxKV0xCUIBqcGhaamlWVjgxQT09>, Meeting ID: 813 8500 4453, Passcode: 646349; or via telephone Dial-In Number: 1-669-444-9171.

Attendance:

A Special Meeting of the Board of Directors of Winsome Metropolitan District No. 1 was called and held as shown in accordance with the statutes of the State of Colorado.

The following Directors were present:

Andrew Biggs, President
Joseph DesJardin, Secretary
Tamrin Apaydin, Treasurer/Assistant Secretary
Charlie Williams, Assistant Secretary
Jerry Biggs, Assistant Secretary

Also present were:

Alicia Corley, Icenogle Seaver Pogue, P.C. (*via video/telephone conference*); AJ Beckman and Noel Nail, Public Alliance, LLC (*via video/telephone conference*); and Diane Wheeler, Simmons & Wheeler P.C. (*via video/telephone conference*).

Call to Order/ Declaration
of Quorum:

Mr. Beckman, noting the presence of a quorum, called to order the special meeting of the Board of Directors (the "Board") of the Winsome Metropolitan District No. 1 (the "District") at 9:30 a.m.

Directors Matters:

None.

RECORD OF PROCEEDINGS

Conflicts of Interest:

Ms. Corley advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

Director Andrew Biggs disclosed his ownership interests of property located in the district and association with ProTerra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Joseph DesJardin disclosed his ownership interests of property located in the district and association with ProTerra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Tamrin Apaydin disclosed her ownership interests of property located in the district and association with ProTerra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect her interests.

Director Charlie Williams disclosed his ownership interests of property located in the district and association with ProTerra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Jerry Biggs disclosed his ownership interests of property located in the district and association with ProTerra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Ms. Corley advised that written disclosures of these interests were filed with the Secretary of State and the Board at least seventy-two hours prior to the meeting.

Additions to/Deletions
from/Approval of Agenda:

Following discussion, upon motion of Director Apaydin and second of Director Andrew Biggs, the Board of Directors unanimously approved the agenda as amended to add discussion of acceptance of public improvements to the District and remove approval of payment of claims and

RECORD OF PROCEEDINGS

	unaudited financial statements.
Public Comment for Matters not on the Agenda:	None.
November 4, 2021 Special Meeting Minutes:	Following discussion, and upon motion of Director DesJardin, second of Director Williams, and unanimous vote, the Board of Directors approved the minutes of the November 4, 2021 Special Meeting.
Financial Matters:	None.
Legal Matters - Special Warranty Deed:	Ms. Corley presented to and reviewed with the Board the Special Warranty Deed for water rights from Winsome, LLC. Upon motion of Director DesJardin, second of Director Williams, and unanimous vote, the Board of Directors approved the Special Warranty Deed for water rights from Winsome, LLC, subject to final approval by general counsel and Board President.
Replacement Plan No. 2 Accounting Reporting Form:	Ms. Corley presented to and reviewed with the Board the Replacement Plan No. 2 Accounting and Reporting Form for the calendar year 2021. Following review, upon motion of Director Andrew Biggs, second of Director DesJardin, and unanimous vote, the Board of Directors ratified approval of the Replacement Plan No. 2 Accounting Reporting Form.
Covenant Enforcement/Design Review - Resolution Appointing Community Council:	Mr. Beckman presented to and reviewed with the Board a Resolution Appointing the Community Council. Following discussion, upon motion of Director Williams, second of Director Andrew Biggs, and unanimous vote, the Board of Directors approved the resolution as presented.
Resolution Adopting Design Guidelines:	Mr. Beckman presented to and reviewed with the Board a Resolution Adopting Design Guidelines.

RECORD OF PROCEEDINGS

Following discussion, upon motion of Director Williams, second of Director Andrew Biggs, and unanimous vote, the Board of Directors approved the resolution as presented.

Resolution Adopting Policy and Procedures for the Imposition of Fines, the Collection of Unpaid Fees, Penalties and Charges, and Appeals:

Mr. Beckman presented to and reviewed with the Board a Resolution Adopting Policy and Procedures for the Imposition of Fines, the Collection of Unpaid Fees, Penalties and Charges, and Appeals.

Following discussion, upon motion of Director Williams, second of Director DesJardin, and unanimous vote, the Board of Directors approved the resolution as presented.

Other Business -

Acceptance of District Improvements:

Director Williams inquired of the processes and timing for acceptance of public improvements.

Ms. Corley reported that a warranty deed and bill of sale are required, as well as certification in the Engineer's Report.

Director DesJardin asked which District the public improvements will be deeded to, and Ms. Corley responded that the District is intended to be the control district under the Service Plan.

Adjournment:

There being no further business to come before the Board, upon motion of Director DesJardin, second of Director Andrew Biggs, and unanimous vote, the meeting was adjourned at 9:53 a.m.

DocuSigned by:

Joe DesJardin

E976D347AEE64DB...

Secretary of the Meeting