

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

WINSOME METROPOLITAN DISTRICT NO. 1

Held: Monday April 24, 2023, at 2:00 p.m., via an online meeting at:

<https://us02web.zoom.us/j/7636703470>

Meeting ID: 763 670 3470 Or

Dial-In Number: 1-720-707-2699 Meeting ID: 763 670 3470

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

Tamrin Apaydin, Treasurer

Joseph DesJardin, Secretary

Charlie Williams, Assistant Secretary

The following Director was absent (*absence excused*):

Jerry Biggs, Assistant Secretary

Also present were: Jennifer L. Ivey and Alicia J. Corley, Icenogle Seaver Pogue, P.C.; Geol Scheirman, Public Alliance, LLC; and Diane Wheeler, Simmons & Wheeler P.C.

Call to Order/Declaration of Quorum:

Mr. Scheirman, noting the presence of a quorum, called to order the regular meeting of the Board of Directors (the "Board") of the Winsome Metropolitan District No. 1 (the "District") at 2:02 p.m.

Directors Matters/Disclosure Matters:

Ms. Ivey 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

RECORD OF PROCEEDINGS

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 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 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 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.

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

Approval of/Additions To/
Deletions From the Agenda:

Following review and discussion, upon motion duly made by Director Andrew Biggs, second by Director DesJardin, and upon vote, unanimously carried, the Board approved the agenda as presented and the absence of Director Jerry Biggs was noted and excused.

Public Comment:

None.

Legal Matters

Public Hearing to consider inclusion of Lot 1 Winsome Filing No. 2 owned by Winsome, LLC: Upon motion, second, and unanimous vote, the Board opened the public hearing on inclusion of property into the District consistent with the published public notice.

RECORD OF PROCEEDINGS

No members of the public were present to address the Board.

Upon the motion, second, and unanimous vote, the Board closed the public hearing.

Resolution to Include Property Within the District: Ms. Ivey presented the Board with a resolution regarding Inclusion of Real Property. Following Ms. Ivey's presentation and after discussion and review, upon motion of Director Andrew Biggs, second by Director Apaydin, and unanimous vote, the Board approved the Resolution to Include Property within the District.
Director Andrew Biggs.

Revised Deed for Real Property Conveyance: Ms. Corley presented the revised deed for real property conveyance for Tracts B, C and D.

Following discussion, upon motion duly made by Director DesJardin, second by Director Apaydin, and upon vote, unanimously carried, the Board approved the Revised Deed of Real Property Conveyance (Tract B, C and D).

Easement: Ms. Corley reviewed with the Board an Easement Agreement by and between PT McCune LLC dba Winsome, LLC and the District.

Following discussion, upon motion duly made by Director DesJardin, second by Director Apaydin, and upon vote, unanimously carried, the Board approved the Easement Agreement.

Conveyance of Improvements: The Board discussed the status of conveyance of improvements. Ms. Corley reported to the Board that they will have a report from Public Alliance when two pending items have been verified. The signage at the trail and benches are secured. No action was taken.

Financial Matters

Payment of claims: Ms. Wheeler presented to and reviewed with the Board the payment of claims for the period ending April 1, 2023.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Apaydin, second by Director Andrew Biggs, and upon vote, unanimously carried, the Board approved the payment of claims, in the amount of \$31,295.67.

March 31, 2023 Unaudited Financial Statements: Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending March 31, 2023.

Following review and discussion, upon motion duly made by Director Apaydin, second by Director Andrew Biggs, and upon vote, unanimously carried, the Board approved the unaudited financial statements for the period ending March 31, 2023.

Application for Exemption from Audit: Ms. Wheeler reviewed with the Board the Application for Exemption from Audit for 2022.

Following review and discussion, upon motion duly made by Director Apaydin, second by Director Andrew Biggs, and upon vote, unanimously carried, the Board ratified approval of the Application for Exemption from Audit for 2022.

Other Business -

None.

Adjourn:

There being no further business to come before the Board, upon motion duly made by Director Williams, second by Director Apaydin, and upon vote, unanimously carried, the meeting was adjourned at 2:14 p.m.

DocuSigned by:
Joe DesJardin
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Secretary of the Meeting