

## RECORD OF PROCEEDINGS

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MINUTES OF THE REGULAR MEETING OF THE  
BOARD OF DIRECTORS

OF THE

WINSOME METROPOLITAN DISTRICT NO. 1

Held: Thursday, November 7, 2024, at 2:00 p.m., via an online meeting at: <https://zoom.us/j/7848826891>, Meeting ID: 784 882 6891 Or Dial-In Number: + 1 (719) 359-4580, Meeting ID: 784 882 6891, Passcode:0000.

**Attendance:**

A regular 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, Icenogle Seaver Pogue, P.C.; AJ Beckman and David Frazir, Public Alliance, LLC; Diane Wheeler and Daisy Garcia, Simmons & Wheeler P.C.; Thomas Badera and Michael Lordino, Winsome Metropolitan District No. 2; Connie Miller, Logan Powell, and Steve Rossoll, Proterra Properties, LLC

**Call to Order/Declaration of Quorum:**

Mr. Beckman, 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 2:00 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

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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 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 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 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 DesJardin, second by Director Andrew Biggs, 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.

**November 2, 2023 Special  
Meeting Minutes:**

Following discussion, upon motion duly made by Director DesJardin, second by Director Andrew Biggs, and unanimous vote, the Board approved the minutes of the November 2, 2023 Special Meeting, as presented.

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### Legal Matters:

**Annual Resolution:** Ms. Ivey presented to and reviewed with the Board a resolution, prepared annually to handle the District's ongoing operation and business.

Following discussion, and upon motion of Director DesJardin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors approved the 2025 Annual Resolution, as revised, including the election of the following officers to the Board of Directors and regular meeting date/location:

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

November 6, 2025 at 2:00 p.m. via zoom.

**Election Resolution:** Ms. Ivey presented to and reviewed with the Board the 2025 Regular Special District Election Resolution.

Following review, upon motion of Director DesJardin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors approved the 2025 Regular Special District Election Resolution and designated publication in the newspaper as the second means of providing the call for nominations.

**Amendment to Advance and Reimbursement Agreement (Operations & Maintenance Expenses):** Ms. Ivey presented and reviewed with the Board the Amendment to the Advance & Reimbursement Agreement (Operations & Maintenance Expenses) between the District and Winsome, LLC.

Following discussion and upon motion of Director Andrew Biggs, second of Director Apaydin, and unanimous vote, the Board of Directors approved the Amendment to the Advance & Reimbursement Agreement (Operations & Maintenance Expenses) between the District and Winsome, LLC.

**Updated Outstanding Advance & Reimbursement Obligation Form (Operations & Maintenance Expenses):**

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Ms. Ivey presented and reviewed with the Board the Updated Outstanding Advance & Reimbursement Obligation Form (Operations & Maintenance Expenses).

Following discussion and upon motion of Director Andrew Biggs, second of Director Apaydin, and unanimous vote, the Board of Directors approved the Updated Outstanding Advance & Reimbursement Obligation Form (Operations & Maintenance Expenses).

**Extension of Management Agreement with Public Alliance, LLC:** Mr. Beckman reviewed with the Board the Extension of Management Agreement with Public Alliance, LLC.

Following discussion and upon motion of Director Apaydin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors approved the Extension of Management Agreement with Public Alliance, LLC.

**2024 Legislative Memorandum:** Ms. Ivey reviewed with the Board the 2024 Legislative Memorandum. Ms. Ivey discussed with the Board the impacts of SB 24-233 and HB 24B-1001 on the District's future operations and maintenance mill levy revenues and advised that Board that holding an election in 2025 to remove the District from these limitations is recommended. The Board directed that further information be brought to the Board related to this in 2025.

**Memorandum re HB 21-1110 and Rules Establishing Technology Accessibility Standards:** Ms. Ivey presented and reviewed with the Board the Memorandum re HB 21-1110 and Rules Establishing Technology Accessibility Standards. Discussion among the Board ensued regarding the same.

**Resolution Adopting Technology Accessibility Statement:** Ms. Ivey presented to and reviewed with the Board the Resolution Adopting the Technology Accessibility Statement. Following discussion and upon motion of Director Andrew Biggs, second of Director DesJardin, and unanimous vote, the Board of Directors adopted the Resolution Adopting Technology Accessibility Statement and ratified posting of the Technology Accessibility Statement

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**Private Detention Basin/Stormwater Quality Best Management Practice Maintenance Agreement and Easement by and between Winsome Metropolitan District No. 1, El Paso County and Winsome, LLC for Winsome Filing 3:** Ms. Ivey presented and reviewed with the Board the Private Detention Basin/Stormwater Quality Best Management Practice Maintenance Agreement and Easement by and between Winsome Metropolitan District No. 1, El Paso County and Winsome, LLC for Winsome Filing 3.

Following discussion and upon motion of Director DesJardin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors ratified approval of the Private Detention Basin/Stormwater Quality Best Management Practice Maintenance Agreement and Easement by and between Winsome Metropolitan District No. 1, El Paso County and Winsome, LLC for Winsome Filing 3.

### **Financial Matters:**

**Payment of claims:** Ms. Wheeler presented and reviewed with the Board the payment of claims for the period ending October 28, 2024.

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 \$138,184.28.

**June 30, 2024 Unaudited Financial Statements:** Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending June 30, 2024, noting that September 30, 2024 financial statements were not final at this time.

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 June 30, 2024.

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**2025 Budget Hearing:** Mr. Beckman noted that a notice was published in a newspaper with general circulation in the area, and there were no inquiries from the public.

Upon motion of Director Apaydin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors opened the public hearing on the proposed 2025 budget consistent with published notice. Mr. Beckman called for public comments. There appearing no member of the public wishing to speak on the budget, upon motion of Director Apaydin and second of Director Andrew Biggs, and unanimous vote, the Board of Directors closed the public hearing.

**2025 Budget Resolution:** Ms. Wheeler presented to and reviewed with the Board the 2025 Draft Budget, and Ms. Ivey presented to the Board of Directors a resolution for approval and adoption of the 2025 budget, appropriating funds therefor and certification of a mill levy thereunder.

Upon motion of Director Apaydin and second of Director Andrew Biggs, the Board of Directors unanimously approved the resolution adopting the 2025 budget, appropriating the funds to the approved budget, and certifying the mill levies as provided in the budget.

**Application for Exemption from Audit:** Ms. Wheeler reviewed with the Board the Application for Exemption from Audit for 2023.

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 2023.

**Covenant Enforcement:**

**Covenant Enforcement Report:** Mr. Frazier presented a year-to-date summary of covenant enforcement activity and covenant violations.

**Resolution Adopting Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy:** Ms. Ivey presented to and reviewed with the Board a Resolution Adopting Covenant/Design Standard

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Enforcement, Fine Imposition, and Dispute Resolution Policy.

Following review and discussion, upon motion duly made by Director Andrew Biggs, second by Director Williams, and upon vote, unanimously carried, the Board adopted the Resolution Adopting Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy as revised to set the Continuing Urgent Violations Fine at \$25.00

**Resolution Adopting Amended Design Guidelines:** Mr. Beckman presented to and reviewed with the Board a Resolution Adopting Amended Design Guidelines. Mr. Williams noted that the review fee will be increased to cover the cost of design review. He also reviewed proposed changes to the lighting guidelines and updated requirements for stabilization of drainage areas.

Following review and discussion, upon motion duly made by Director Andrew Biggs, second by Director Williams, and upon vote, unanimously carried, the Board approved the Resolution Adopting Amended Design Guidelines.

**Other Business:**

**Engagement Letter for Altitude Law as Special Counsel:** Ms. Ivey presented and reviewed with the Board an Engagement Letter with Altitude Law as Special Counsel.

Following review and discussion and upon motion of Director DesJardin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors approved the Engagement of Altitude Law as Special Counsel.

**Additional Services Authorization with Dail & Sons Landscaping:** Ms. Ivey presented and reviewed with the Board an Additional Services Authorization with Dail & Sons Landscaping increasing the scope of services to include periodic cleaning of detention ponds.

Following review and discussion and upon motion of Director Andrew Biggs, second of Director Williams, and unanimous vote, the Board of Directors ratified approval of

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the Additional Services Authorization with Dail & Sons Landscaping.

**Correspondence to El Paso County Regarding Proposed Overlook at Homestead MD:** Mr. Beckman reviewed with the Board correspondence to El Paso County regarding the proposed Overlook at Homestead MD.

Following review and discussion and upon motion of Director Andrew Biggs, second of Director Apaydin, and unanimous vote, the Board of Directors ratified approval of the correspondence to El Paso County regarding the proposed Overlook at Homestead MD.

**Adjourn:**

There being no further business to come before the Board, upon motion duly made by Director Andrew Biggs, second by Director Apaydin , and upon vote, unanimously carried, the meeting was adjourned.

Signed by:

*Joe Desjardin*

Secretary of the Meeting