

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS

OF THE

WINSOME METROPOLITAN DISTRICT NO. 2

Held: Thursday, January 23, 2025, at 12:00 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, Passcode: press #

Attendance:

A regular meeting of the Board of Directors of Winsome Metropolitan District No. 2 was called and held as shown in accordance with the statutes of the State of Colorado.

The following Directors were present:

Michael Lordino, President
Thomas Badera, Treasurer
Joseph DesJardin, Secretary
Charlie Williams, Assistant Secretary

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

Jerry Biggs, Assistant Secretary

Also present were: Alcia Corley, Esq., Icenogle Seaver Pogue, P.C.; Ann Finn, Public Alliance, LLC; Diane Wheeler, Simmons & Wheeler P.C.; and Andrew Biggs and Tamrin Apaydin, Winsome Metropolitan District Nos. 1, 3, and 4.

Call to Order/Declaration of Quorum:

Ms. Finn, 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. 2 (the “District”) at 12:12 p.m.

Directors Matters/Disclosure Matters:

Attorney 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

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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 Badera disclosed his ownership interests of property located in the district. This disclosure is associated with approval of items on the agenda that may affect his interests.

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.

Attorney Corley 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, and that Director Lordino had notified her office that he had no conflicts of interest to file.

**Approval of/Additions To/
Deletions From the Agenda:**

Following review and discussion, upon motion duly made by Director Badera, second by Director Lordino, 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.

Approval of Minutes :

Following discussion, upon motion duly made by Director DesJardin, second by Director Badera, and unanimous vote, the Board approved the minutes of the November 7, 2024 Regular Meeting and the November 7, 2024 Study Session, as presented.

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Legal Matters:

Public Hearing to consider inclusion of Property into the District: Following discussion, 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.

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: Attorney Corley presented the Board with a resolution regarding Inclusion of Real Property. Following Attorney Corley's presentation and after discussion and review, upon motion of Director Badera, second by Director Lordino, and unanimous vote, the Board approved the Resolution to Include Property into the District.

Other Business:

None.

Adjourn:

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

Signed by:

Charlie Williams

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Secretary of the Meeting