

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

WINSOME METROPOLITAN DISTRICT NO. 3

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 special meeting of the Board of Directors of Winsome Metropolitan District No. 3 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: Alicia Corley, Esq., Icenogle Seaver Pogue, P.C.; Ann Finn, Public Alliance, LLC; Diane Wheeler, Simmons & Wheeler P.C.; Thomas Badera and Michael Lordino, Winsome Metropolitan District No. 2

Call to Order/Declaration of Quorum:

Ms. Finn, 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. 3 (the “District”) at 12:15 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 written disclosure previously made, stating the fact and

RECORD OF PROCEEDINGS

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.

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.

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

Following review and discussion, upon motion duly made by Director Apaydin, 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.

Approval of Minutes:

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

Legal Matters:

None.

RECORD OF PROCEEDINGS

Other Business:

The Board discussed the deadlines for the upcoming May 2025 director election.

Adjourn:

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

Signed by:

Charlie Williams

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Secretary of the Meeting