

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

WINSOME METROPOLITAN DISTRICT NO. 1

Held: Friday, March 28, 2025, at 1:00 p.m., via an online meeting at: <https://zoom.us/j/4496175182>, Meeting ID: 449 617 5182, Participant Code: press #, Dial In: 1 (719) 359-4580, One tap mobile: +17193594580,,4496175182#

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/Assistant Secretary
Joseph DesJardin, Secretary
Charlie Williams, Assistant Secretary

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

Jerry Biggs, Assistant Secretary

Also present were: Lance Ingalls, Esq., and Jennifer Ivey, Esq. Icenogle Seaver Pogue, P.C.; AJ Beckman, Public Alliance, LLC; Diane Wheeler and Daisey Garcia, Simmons & Wheeler P.C.; Thomas Badera and Michael Lordino, Winsome Metropolitan District No. 2

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 1:01 p.m.

Directors Matters/Disclosure Matters:

Attorney 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 disclosure previously made, stating the fact and summary

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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 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 Apaydin, second by Director Williams, 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.

**January 23, 2025 Special
Meeting Minutes:**

Following discussion, upon motion duly made by Director DesJardin, second by Director Apaydin, and unanimous vote, the Board approved the minutes of the January 23, 2025 Special Meeting, as presented.

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Legal Matters:

Public Hearing to consider Exclusion of Real Property within the District: Following discussion, upon motion duly made by Director Andrew Biggs, seconded by Director Apaydin, and unanimous vote, the Board opened the public hearing on exclusion of property within the District consistent with the published public notice.

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

Upon the motion duly made by Director Andrew Biggs, seconded by Director DesJardin, and unanimous vote, the Board closed the public hearing.

Resolution to Exclude Property Within the District: Attorney Ivey presented the Board with a Resolution to Exclude Real Property Within the District. Following Attorney Ivey's presentation and after discussion and review, upon motion of Director Andrew Biggs, second by Director DesJardin, and unanimous vote, the Board approved the Resolution to Exclude Property within the District.

Public Improvement Easement Agreement (mailbox and Parking): Attorney Ivey presented the Public Improvement Easement Agreement (mailbox and Parking). Following discussion, upon motion duly made by Director DesJardin, second by Director Willaims, and unanimous vote, the Board approved the Public Improvement Easement Agreement (mailbox and Parking).

First Amendment to Master Services Intergovernmental Agreement: Attorney Ivey presented the First Amendment to Master Services Intergovernmental Agreement. Following discussion, upon motion duly made by Director Andrew Biggs, second by Director Apaydin, and unanimous vote, the Board approved the First Amendment to Master Services Intergovernmental Agreement.

First Amendment to Advance and Reimbursement Agreement, Capital Improvements: Attorney Ivey presented the First Amendment to Advance and Reimbursement Agreement, Capital Improvements. Following discussion, upon motion duly made by Director Andrew Biggs, second by Director Apaydin, and unanimous

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vote, the Board approved the First Amendment to Advance and Reimbursement Agreement, Capital Improvements.

Third Amendment to the Advance and Reimbursement Agreement, Operations and Maintenance: Attorney Ivey presented the Third Amendment to the Advance and Reimbursement Agreement, Operations and Maintenance. Following discussion, upon motion duly made by Director Andrew Biggs, second by Director Apaydin, and unanimous vote, the Board approved the Third Amendment to the Advance and Reimbursement Agreement, Operations and Maintenance.

Direction to Prepare a Current Financial Statement: The Board discussed directing the Districts' Accountant to prepare a Current Financial Statement for Winsome Metropolitan District No. 4. Following discussion, upon motion duly made by Director Andrew Biggs, second by Director Apaydin, and unanimous vote, the Board directed the District's Accountant to prepare a current financial statement for District No. 4.

Entry of Appearance for Winsome Metropolitan District No. 1: The Board considered directing the Attorney to file Entry of Appearance for Winsome Metropolitan District 1 along with other dissolution documents. Following discussion, upon motion duly made by Director Andrew Biggs, second by Director Apaydin, and unanimous vote, the Board directed the Attorney to file an Entry of Appearance for Winsome Metropolitan District 1 along with other dissolution documents.

Other Business:

None.

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:

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Secretary of the Meeting