RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED SPECIAL MEETING OF VDW METROPOLITAN DISTRICT NOS. 1-3

HELD

April 13, 2023

The Boards of Directors of the VDW Metropolitan District Nos. 1-3, held a special meeting, open to the public, via MS Teams and teleconference at 12:30 p.m. on Thursday, April 13, 2023.

<u>Attendance</u> :	Directors in Attendance for District Nos. 1 & 3: Kim Perry, President & Chairperson Josh Kane, Treasurer/Asst. Secretary Wendy Messinger, Asst. Secretary Tim DePeder, Secretary
	Directors Absent and Excused: Abby Kirkbride, Asst. Treasurer/Asst. Secretary
	Directors in Attendance for District No. 2: Kim Perry, President & Chairperson Josh Kane, Treasurer/Asst. Secretary Tim DePeder, Secretary Wendy Messinger, Asst. Secretary Clark Cummings, Asst. Secretary
	<u>Also, in Attendance Were</u> : Alan Pogue; Icenogle Seaver Pogue, P.C. Sarah Bromley, Kieyesia Conaway, Irene Buenavista, Wendy McFarland and Stanley Holder; Pinnacle Consulting Group, Inc.
<u>Call Meeting</u> <u>To Order</u>	The meeting was called to order at 12:36 p.m. by Director Perry, , noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.
<u>Combined</u> <u>Meeting</u>	The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of VDW Metropolitan District No. 1, with concurrence by VDW Metropolitan District Nos. 2 and 3.

<u>MEETING NOTICE</u> Ms. Bromley reported that the Notice and Agenda of the Special Board Meeting had been posted on the District's website.

Mr. Pogue noted that notices of potential conflicts of interest for all Board CONFLICT OF INTEREST Members were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing that potential conflicts of interest may DISCLOSURE exist, as some Board Members are employees of McWhinney Real Estate Services, Inc. which is associated with the primary landowner and developer of land within the Districts. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures 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. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

<u>AGENDA</u> The Boards considered the agenda. Following review and discussion, upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

<u>PUBLIC COMMENT</u> There were no public comments to come before the Boards.

Agenda

<u>CONSENT</u> The Boards considered the following items on the consent agenda:

- A. Approval of Minutes November 11, 2022, Special Meeting.
- B. Ratification of Contracts and Contract Modifications.
- C. Ratification of Claims Presented for Payment.
- D. Financial Statements as of December 31, 2022.

Following review and discussion, upon motion duly made by Director Cummings, seconded by Director Kane and, upon vote, unanimously carried, it was

RESOLVED to approve the consent agenda, as presented.

CAPITALDistrict Project Manager Update: There was no District Project ManagerINFRASTRUCTUREUpdate to bring before the Boards.ITEMS

<u>FINANCIAL ITEMS</u> <u>Finance Managers Report</u>: Ms. Buenavista presented the Finance Manager's Report to the Boards and answered questions.

<u>2022</u> Audit Exemption for District No. 3: Ms. Buenavista presented the ratification of the 2022 Audit exemption for District No. 3 to the Boards and answered questions. Following review and discussion, upon motion duly made by Director Messinger, seconded by Director Kane and, upon vote, unanimously carried, it was

RESOLVED to approve the ratification of the 2022 Audit Exemption for District No. 3.

LEGAL ITEMSPublic Hearing to Consider Petition for the Inclusion of Land into VDW
Metropolitan District No. 2 for certain real property owned by VDW
Properties, LLC: Director Perry opened the Inclusion Hearing to the public.
Mr. Pogue stated that notice of the hearing was published on April 7, 2023 in
accordance with state law. Mr. Pogue reviewed the Petition with the Board
and reviewed the statutory criteria for inclusion of real property. Following
Mr. Pogue's review with the Board, and there being no public input, Director
Perry closed the public hearing. Following review and discussion by the
Board, upon motion duly made by Director Kane, seconded by Director
Cummings and, upon vote, unanimously carried, it was

RESOLVED to approve the Resolution Approving the Inclusion of Land into VDW Metropolitan District No. 2 for certain real property owned by VDW Properties, LLC.

DISTRICTManager's Report: Ms. Bromley presented the Manager's Report to the
Boards and answered questions.

<u>District Operations Update</u>: Ms. Bromley presented the District Operations Update and answered questions.

<u>DIRECTOR ITEMS</u> There were no Director Items to bring before the Boards.

<u>OTHER MATTERS</u> There were no Other Matters to bring before the Boards.

<u>ADJOURNMENT</u> There being no further business to come before the Boards, the meeting was adjourned at 12:53 p.m.

Respectfully submitted,

<u>Kieyesia Conaway</u> Kieyesia Conaway Recording Secretary for the Meeting