

**MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF WINTER FARM METROPOLITAN DISTRICT NO. 2**

Tuesday, September 20, 2018 at 5:50 p.m.
Windsor Community Recreation Center – Spruce Room
250 N. 11th Street, Windsor, CO 80550

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

Bryan Wischer, President
Elizabeth Clark, Treasurer
Preston Pierson, Assistant Secretary
Andrea Early, Assistant Secretary

Directors absent and excused:
David Olson, Secretary

Also present: Danaly Howe, John Paul Williams, and Andrea Weaver, Centennial Consulting Group, LLC

Also present via teleconference: William P. Ankele, Esq., White Bear Ankele Tanaka & Waldron, General Counsel

Members of the public as referenced in the attached attendance sheet.

Call to Order

Ms. Howe noted that a quorum of the Board was present, and therefore called the meeting of the Winter Farm Metropolitan District No. 2 to order. The Board of Directors introduced themselves to the public.

Disclosure Matters

Mr. Ankele advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Howe reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Howe noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members

present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Upon motion made by Director Pierson, seconded by Director Clark and unanimously carried, the Board approved the Agenda and as amended.

Approval of Minutes

The Board reviewed and considered approving the minutes from the August 7, 2018 meeting. Following discussion, upon a motion by Director Clark, seconded by Director Early and, upon vote, unanimously approved, the Board approved the meeting minutes as presented.

Public Comment

Members of the public gave the following comments to the Board:

- Additional weed control is needed in the area surrounding the lake and the open space.
- Midian Homes construction activity has left construction debris/dirt piles, blocked parking and street access, and blocked drivers' line of sight in an unsafe manner.
- The pond may present an attractive nuisance as it is not safe for recreational use. Signs are advised.

The Board and Manager addressed these items in turn.

District Manager's Report

Ms. Howe presented the District Manager's report and discussed the status of the non-potable irrigation water pump and the end of season shut-off and winterization with the Board.

Financial Statements for the Period Ending August 31, 2018

Ms. Weaver presented for approval the financial statements for the period ending August 31, 2018. Director Wischer made a motion to approve the financial statements as presented. Director Olson seconded, and the motion was unanimously approved.

2017 Audit

Ms. Weaver presented the 2017 Audit to the Board. Following review and discussion, Director Wischer made a motion to approve the 2017 Audit subject to final review. Director Pierson seconded, and the motion was unanimously approved.

District No. 1 Operations & Administration Update

Ms. Howe presented an update on the status of termination of the agreement concerning District operations with Winter Farm Metropolitan District No. 1. The Board discussed the matter and items to be discussed in a later joint meeting.

Other Business

The next meeting of the Board of Directors will take place on November 1, 2018.

Adjournment

Upon motion made by Director Wischer, seconded by Director Early and unanimously carried, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the Minutes of the September 20, 2018 Special Meeting of the Board of Directors of the Winter Farm Metropolitan District No. 2.


Name / Title

The foregoing minutes were approved on the 15th day of November, 2018.

September 20, 2018

Winter Farm Metro No. 2 - Sign In Sheet

Name	Address	Comment? Yes/No
Paul Korte	5122 Boxwood DR.	
Jenna Power	411 Gannet Peak Dr	
John Schaefer	429 Vermilion Dr	Yes