

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

Thursday, November 5, 2020 at 6:30 p.m.
Meeting Held Via Zoom Video Conferencing

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, Secretary

Directors absent and excused:
None.

Also present: Andrea Weaver, Nikolas Wagner, and Lane Melott Centennial Consulting Group, LLC.; Zachary White (via teleconference), White Bear Ankele Tanaka & Waldron;

Two members of the public: Lee Grasmick, William Hall

Call to Order

Mr. Wagner noted that a quorum of the Board was present, and therefore called the meeting of the Winter Farm Metropolitan District No. 2 (the "District") to order.

Disclosure Matters

Mr. Wagner advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Wagner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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. Mr. Wagner 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Following review, upon motion made by Director Clark, seconded by Director Wischer and unanimously carried, the Board approved the Agenda as presented.

Public Comment

Members of the Public present made the following comments:

Lee Grasmick expressed concern regarding the District's Moody Rating. The Board noted that the Rating had not changed.

Bill Hall presented his concerns regarding the proposed drainage ditch project. The parameters and scope of work were discussed.

Approval of Consent Agenda

The Board reviewed and considered approving the Consent Agenda, which included the following items:

- Consideration of Approval of minutes from the June 4, 2020 Special meeting
- Consideration of Adoption of 2021 Annual Administrative Resolution
- Consideration of Ratification of 2019 Annual Report
- Consideration of Approval of Property and Liability Schedule and Limits

Upon a motion by Director Wischer, seconded by Director Clark, and unanimously carried, the Board approved the proposed Consent Agenda as presented.

FINANCIAL MATTERS

Financial Statements

Ms. Weaver presented the unaudited financial statements for the period ending September 30, 2020. Upon a motion by Director Wischer, seconded by Director Clark, and unanimously carried, the Board approved the Unaudited Financial Statements for the Period Ended September 30, 2020

Ratification of Payables for June 4, 2020 through November 4, 2020

Upon a motion by Director Wischer, seconded by Director Clark, and unanimously carried, the Board approved the Ratification of Payables for June 4, 2020 through November 4, 2020

Authorization and Ratification of Transferring to CIT Bank Account

Upon a motion by Director Clark, seconded by Director Pierson, and unanimously carried, the Board approved the Authorization and Ratification of Transferring to CIT Bank Account

Ratification of Acceptance of 2019 Audit

Upon a motion by Director Wischer, seconded by Director Pierson, and unanimously carried, the Board approved the Ratification of Acceptance of 2019 Audit upon final review from the Auditor.

Update on Payment Obligations for District No. 1 Legal Costs

Mr. White discussed with the Board the Districts payment of costs incurred by Winter Farm Metropolitan District No. 1 ("District No. 1"). The Board discussed that to the extent District No. 1 incurs costs as a result of the District's actions which would have previously been paid for by District No. 2 prior to the termination of the Operations Agreement, District No. 2 should pay such costs.

Upon a motion by Director Clark, and seconded by Director Pierson, and unanimously carried, the Board approved payment of the District No. 1 expenses upon final review by Director Wischer and legal counsel.

Public Hearing on 2021 Budget

Director Clarke opened the public hearing on the proposed 2021 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Weaver reviewed the 2021 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution adopting the 2021 Budget, appropriating funds therefor and certifying 11.500 mills for the General fund, 30.650 mills for the Debt Service fund, and 0.000 mills for the Capital Projects fund.

OPERATIONS MATTERS

Discuss and Consider Drainage Grading Estimates

Following discussion, upon a motion by Director Wischer, seconded by Director Clark, and unanimously carried, the Board approved for Director Pierson to provide final approval for proposals within the budgeted amount allocated for the project.

MANAGERS REPORT

Mr. Wagner discussed a Fence Variance Request, Commercial Vehicles (specifically regarding one-ton welding trucks,) Landscape Improvements, and provided a Non-Potable Irrigation System Update.

LEGAL MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

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

The foregoing constitutes a true and correct copy of the Minutes of the November 5, 2020 Special Meeting of the Board of Directors of the Winter Farm Metropolitan District No. 2.

Preston Pierson, Secretary

The foregoing minutes were approved on the 25th Day of March, 2021.

Upon a motion by Director Clark, and seconded by Director Pierson, and unanimously carried, the Board approved payment of the District No. 1 expenses upon final review by Director Wischer and legal counsel.

Public Hearing on 2021 Budget

Director Clarke opened the public hearing on the proposed 2021 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Weaver reviewed the 2021 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution adopting the 2021 Budget, appropriating funds therefor and certifying 11.500 mills for the General fund, 30.650 mills for the Debt Service fund, and 0.000 mills for the Capital Projects fund.

OPERATIONS MATTERS

Discuss and Consider Drainage Grading Estimates

Following discussion, upon a motion by Director Wischer, seconded by Director Clark, and unanimously carried, the Board approved for Director Pierson to provide final approval for proposals within the budgeted amount allocated for the project.

MANAGERS REPORT

Mr. Wagner discussed a Fence Variance Request, Commercial Vehicles (specifically regarding one-ton welding trucks,) Landscape Improvements, and provided a Non-Potable Irrigation System Update.

LEGAL MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

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

The foregoing constitutes a true and correct copy of the Minutes of the November 5, 2020 Special Meeting of the Board of Directors of the Winter Farm Metropolitan District No. 2.



Preston Pierson, Secretary

The foregoing minutes were approved on the 25th Day of March, 2021.