

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

THE VILLAGE AT WINTER PARK RESORT
METROPOLITAN DISTRICT NOS. 1-3

Held: Friday, May 8, 2020 at 2:00 p.m.

Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.

Attendance

The joint special meeting of the Board of Directors of The Village at Winter Park Resort Metropolitan District Nos. 1-3 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Jennifer Ingrassia
Doug Laraby
Jennifer Armstrong
Monty Waugh
Autumn Penny

Also present was William P. Ankele, Jr., Esq., Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Kevin Collins and Janece Soendker, CliftonLarsonAllen LLP; Jason Trow, Property Owner.

Call to Order/Declaration
of Quorum

It was noted that a quorum of the Board was present and the meeting was called to order.

Conflict of Interest
Disclosures

Mr. Ankele advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures

were acknowledged by the Boards. Mr. Ankele noted that a quorum was present and inquired into whether members of the Boards 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Consider Adoption of Joint Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings

Mr. Ankele presented the Joint Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Resolution.

Approval of Agenda

Mr. Ankele presented the proposed agenda to the Boards for consideration. The Boards determined to defer public comment until the end of the meeting.

Legal Matters

Consider Adoption of Joint Resolution Establishing an Electronic Signature Policy

Mr. Ankele presented the Joint Resolution Establishing an Electronic Signature Policy to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Ratification of Resolution Regarding Fixed Asset Allocation (District No. 1)

Mr. Ankele presented the Resolution Regarding Fixed Asset Allocation to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the resolution.

Discussion of Master Association Agreement Regarding Maintenance of Lot E Improvements (District No. 1)

Director Ingrassia reported that she spoke with legal counsel for the Home Owners Association and determined the Master Association Agreement Regarding Maintenance of Lot E Improvements is not ready. Upon a motion duly made and seconded, the Board of District No. 1 unanimously agreed to table the matter until the next meeting. Ms. Harris will work with Director Ingrassia on the agreement.

Discussion of Letter to Alterra regarding Debt/Interest Forgiveness (District No. 1)

The Board engaged in a general discussion regarding the proposed letter to Alterra regarding debt/interest forgiveness. It was noted that Alterra is discussing the letter internally, but that COVID-19 may be stalling the response. Upon a motion duly made and seconded, the Board of District No. 1 unanimously agreed to table the matter until the next meeting.

Consider Approval of Joint Resolution Designating the Districts' Websites for the Online Posting of Meeting Notices and 24-Hour Posting Location

Mr. Ankele presented the Joint Resolution Designating the Districts' Website for the Online Posting of Meeting Notices and 24-Hour Posting Location to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Financial Matters

Consider Approval of Payables/Financials

Mr. Collins provided the Boards with the Payables and Financials for the Districts for consideration. Following review, upon a motion duly made and seconded, the Boards unanimously approved the payables and financials.

Discuss 2019 Audit (District No. 1)

Mr. Collins presented the draft 2019 Audit for District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the 2019 Audit subject to final review by White Bear Ankele Tanaka & Waldron, and CliftonLarsonAllen LLP.

Discuss 2019 Audit Exemptions (District Nos. 2 & 3)

Mr. Collins presented 2019 Audit Exemption Applications for District Nos. 2 and 3. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 2 and 3 unanimously ratified their respective 2019 Audit Exemptions.

Discuss Ratification of Bills Paid Since November 2019

Mr. Collins presented the list of claims paid since the last meeting. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the payment of bills since November 2019.

Discussion of Bond Issuance

The Boards engaged in a general discussion regarding the Bond Issuance. Mr. Ankele discussed the impact COVID-19 has had on the Bond market, and informed the Boards that the market may be better in the Fall.

Other Business

Next Meeting – November 6, 2020.

Public Comment

Mr. Trow requested copies of the Districts' Service Plan and board packet for this meeting, which will be sent to him. Mr. Trow inquired as to what the Districts' taxes pay for, and what the Districts do. Mr. Trow requested better communication with the property owners, suggesting an article from the Districts in the Homeowners Association newsletters, and suggesting representatives from the District attend the annual Homeowners Association meetings. Ms. Harris will include Mr. Trow in future Board meeting invitations.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Doug Laraby

[Doug Laraby \(Mar 2, 2021 09:13 MST\)](#)

Secretary for the Meeting

The foregoing minutes were approved on the 5th day of February, 2021.