

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 7, 2021 at 9:00 a.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 Public Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.*

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

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  
Autumn Penny

Director Paul Thorpe was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were William P. Ankele, Jr., Esq., and Trisha K. Harris, White Bear Ankele Tanaka & Waldron, Attorneys at Law; Jason Carroll, and Janece Soendker CliftonLarsonAllen.

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.

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.

Consider Approval of April 23, 2021 Joint Special Minutes

Mr. Ankele presented the April 23, 2021 Joint Special Minutes to the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the minutes.

Public Comment

None.

Legal Matters

Consider Approval of Engagement Letter with Icenogle Seaver Pogue as Special Counsel (District No. 2 and District No. 3)

Mr. Ankele presented the Engagement Letter Icenogle Seaver Pogue as Special Counsel to the Boards of District No. 2 and District No. 3. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement letter.

Financial Matters

Consider Approval of Payables/Claims

Mr. Carroll presented the Payables/Claims to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payables and claims.

Public Hearing on 2021 Budget Amendments

Director Ingrassia opened the public hearing on the 2021 Budget Amendment. Mr. Ankele 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.

Consider Adoption of  
Resolution Amending 2021  
Budget (District No. 1)

Mr. Carroll reviewed the Resolution Amending the 2021 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution amending the Debt Service Fund to \$2,256,373

Other Business

Next Meeting – May 19, 2021

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 \(May 27, 2021 12:16 MDT\)](#)

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Secretary for the Meeting

The foregoing minutes were approved on the 19<sup>th</sup> day of May, 2021.