

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

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

Held: Monday, November 28, 2022 at 9:00 a.m.

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 (District Nos. 1-3)
Doug Laraby (District Nos. 1-3)
Jennifer Armstrong (District Nos. 1 & 3)
Autumn Penny (District Nos. 1-3)
Paul Thorpe (District Nos. 1-3)
Jason Trow (District No. 2)

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

Call to
Order/Declaration of
Quorum

It was noted that a quorum of the Board was present, and Director Ingrassia called the meeting to order at 9:01 a.m.

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

Boards to act.

Joint Meetings

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.

Approval of Agenda

Mr. Ankele presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Mr. Ankele reviewed the items on the consent agenda with the Boards. Mr. Ankele advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were approved, ratified, and adopted.

- November 18, 2022, Joint Special Minutes

Legal Matters

None.

Financial Matters

Conduct Public Hearing on 2023 Budgets and Consider Adoption of Resolutions Adopting 2023 Budgets, Imposing Mill Levy and Appropriating Funds

Ms. Soendker presented the 2023 Budgets, highlighting the changes made based on discussion at the November 18, 2022 meeting.

Director Ingrassia opened the public hearing on the proposed 2023 Budget. 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.

Ms. Soendker reviewed the 2023 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously approved to make an additional payment of \$70,000 towards the District's loan, and adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 0.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Ms. Soendker reviewed the 2023 Budget Resolution with the Board of

District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 17.439 mills for the General fund, 12.561 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Ms. Soendker reviewed the 2023 Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 17.439 mills for the General fund, 12.561 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Consider Approval of
CLA Master Services
Agreements and
Statements of Work

Ms. Soendker presented the CliftonLarsonAllen Master Service Agreements and Statements of Work to the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreements.

Consider Auditor
Proposal from Fiscal
Focus Partners, Inc.,
for 2022 Audit
(District No. 1)

Ms. Soendker presented an Auditor Proposal from Fiscal Focus Partners, Inc., for the 2022 Audit to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of Fiscal Focus Partners, Inc.

Discuss Memorandum
regarding Repayment
of Existing Debt
Other Business

Mr. Ankele presented the Memorandum regarding Repayment of Existing Debt. After discussion, no action was taken.

Next Meeting

July 21, 2023.

Adjourn

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

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

Doug Laraby

Secretary for the Meeting

The foregoing minutes were approved on the 21st day of July, 2023.

Open Items/Follow-Ups

Director Trow requested that meeting packets be numbered for future meetings.