

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
WASHINGTON 25 METROPOLITAN DISTRICT NO. 1  
(THE "DISTRICT")  
HELD  
NOVEMBER 9, 2021

A special meeting of the Board of Directors of the Washington 25 Metropolitan District No. 1 (referred to hereafter as the "Board") was convened on Tuesday, November 9, 2021, at 12:00 p.m. This District Board meeting was held by conference call. The meeting was open to the public via conference call.

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Directors In Attendance Were:

Patrick Chelin

Also In Attendance Was:

Paula J. Williams, Esq. and Jennifer S. Henry; McGeady Becher P.C.

Todd Swirczek; Noddle Companies

ADMINISTRATIVE  
MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Williams confirmed a quorum and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Colorado Secretary of State. The member of the Board was requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board member prior to this meeting in accordance with statute. Ms. Henry noted that disclosures of potential conflicts of interest were filed for Director Chelin pursuant to statute.

Agenda: The Board reviewed the Agenda for the District's special meeting. Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board approved the Agenda.

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, the Board determined to conduct this meeting via conference call and encouraged public participation via telephone. Ms. Henry noted that notice of this meeting and conference call number was duly posted, and the Board had not received any objections to the telephonic meeting or any requests that the meeting be changed by taxing electors within the District's boundaries.

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Designation of 24-Hour Posting Location: Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District as least 24 hours prior to each meeting at the following location: on a fence within the boundaries of the District.

Public Comment: There was no public comment.

November 10, 2020 Meeting Minutes: The Board reviewed the November 10, 2020 special meeting minutes. Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board approved the November 10, 2020 special meeting minutes.

District's Website: Ms. Henry discussed with the Board the status of the District's website, noting it was unlikely that the Colorado Statewide Internet Portal Authority would be able to meet the statutory deadline by which to establish the District's website.

Engagement of Archipelago Web Inc. or Other Provider for Website Creation and Maintenance Services: The Board discussed the engagement of Archipelago Web Inc. or other provider for website creation and maintenance services. The Board deferred action on this item.

Termination of the Eligible Governmental Entity Agreement ("EGE") with the Colorado State Internet Portal Authority for All Website Services: The Board deferred action on this item.

District Insurance and Special District Association Membership Renewals: Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board authorized renewal of the District's insurance and Special District Association membership for 2022.

Resolution No. 2021-11-01 Establishing Meeting Dates, Time, Location, and Designating 24-Hour Posting Location: The Board discussed the business to be conducted in 2022 and scheduled a regular meeting for November 8, 2022 at 12:00 p.m., to be held virtually. Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board adopted Resolution No. 2021-11-01.

Transparency Notice Required Under Section 32-1-809, C.R.S.: Ms. Henry informed the Board of the required transparency notice under Section 32-1-809, C.R.S. The Board directed District Counsel to post the required notice on the SDA website.

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### FINANCIAL MATTERS

2020 Audit Exemption Application: Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board ratified approval of the 2020 Audit Exemption Application.

2021 Budget Amendment Hearing: The President opened the public hearing to consider a 2021 Budget Amendment.

It was noted that publication of Notice stating that the Board would consider a 2021 Budget Amendment and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing.

No public comments were received, and the public hearing was closed.

It was determined that an amendment to the 2021 Budget was not necessary.

2022 Budget Hearing: The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that a Notice stating that the Board would consider adoption of the 2022 Budget, along with the date, time and format of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

The Board reviewed the proposed 2022 Budget. Following discussion, the Board considered the adoption of Resolution No. 2021-11-02 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-03 to Set Mill Levies (a General Fund Mill Levy of 50.000 mills). Upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, Resolution Nos. 2021-11-02 and 2021-11-03 were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Legal Counsel was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Adams County and the Division of Local Government, no later than December 15, 2021. Legal Counsel was also authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2022.

DLG-70 Mill Levy Certification Form: The Board considered authorizing District

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Counsel to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Adams County Board of County Commissioners and other interested parties. Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board authorized District Counsel to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2023 Budget: Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board appointed the District Consultant to prepare the 2023 Budget and directed the 2023 draft Budget be in the same format as the 2022 Adopted Budget.

2021 Audit Exemption Application: The Board discussed the requirement of filing a 2021 Audit Exemption Application. Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board approved the engagement of Fiscal Focus Partners LLC to prepare and file the 2021 Audit Exemption Application.

### LEGAL MATTERS

Service Plan Intergovernmental Agreement with the City of Thornton, Colorado: The Board discussed the Service Plan Intergovernmental Agreement with the City of Thornton, Colorado (“Service Plan IGA”). It was noted that the Board previously approved the Service Plan IGA and is awaiting approval from the City of Thornton.

First Amendment to Operation Funding Agreement: The Board reviewed the proposed First Amendment to Operation Funding Agreement. Following discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board approved the First Amendment to Operation Funding Agreement by and between the District and ThornCo Land Holdings, LLC.

Service Agreement for Cost Verification and Engineering Services with Independent District Engineering Services LLC: The Board deferred discussion. No action was taken by the Board.

May 3, 2022 Regular Directors’ Election: The Board discussed the May 3, 2022 Regular Directors’ election regarding new legislative requirements.

Following review and discussion, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the Board adopted Resolution No. 2021-12-04; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

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Resolution Regarding the Imposition of District Fees: The Board deferred discussion. No action was taken by the Board.

Potential Inclusion of Property into the District: The Board discussed the process for the inclusion of real property into the District's boundaries. Attorney Williams advised the Board of the May 1<sup>st</sup> deadline for property to be included for tax purposes.

### CONSTRUCTION MATTERS

Development / Construction Outlook: Development was discussed.

### OTHER BUSINESS

None.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made and seconded by Director Chelin, and upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By Jennifer S. Henry  
Secretary for the Meeting