

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF WEST BOYD METROPOLITAN DISTRICT NOS. 1-3

HELD
February 21, 2025

The Special Meeting of the Board of Directors of West Boyd Metropolitan District Nos. 1-3 was held via MS Teams and Teleconference on Friday, February 21, 2025, at 2:30 p.m.

ATTENDANCE

Directors in Attendance:

Tim DePeder, President
Rishi Loona, Vice President
Josh Kane, Treasurer & Assistant Secretary

Directors Absent, but Excused:

Kim Perry, Secretary
Sam Salazar, Asst. Secretary & Asst. Treasurer

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Sam Volez, Jeff Neimczyk, Jeff Breidenbach; McWhinney
Bryan Newby and Jake Downing; Pinnacle Consulting Group, Inc.

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Mr. Newby noted that a quorum was present, with three out of five Directors in attendance. The Special Meeting of the Boards of Directors (collectively, the “Boards”) of the West Boyd Metropolitan District Nos. 1-3 (collectively, the “District”) was called to order by Mr. Newby at 2:32 p.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of West Boyd Metropolitan District No. 1, with concurrence by the Boards of Directors of West Boyd Metropolitan District Nos. 2, and 3.

Director Qualifications/Disclosure of Potential Conflicts of Interest: All Board Members confirmed their qualifications to serve on the Boards. Alan Pogue, legal counsel, stated that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State’s Office, disclosing potential conflicts as all Board Members are employees of McWhinney Real Estate Services, Inc., which is associated with the primary landowners and developer within the Districts. Mr. Pogue advised the Boards that pursuant to Colorado law, certain

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disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director DePeder, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Public Comment for Non-Agenda Items: There were no Public Comments received.

Director Comment: There were no Director Comments received.

LEGAL ITEMS

First Amendment to 2025 Regular Special District Election Resolution for District No. 1: Mr. Pogue presented the First Amendment to 2025 Regular Special District Election Resolution for District No. 1, to the Boards and answered questions. Upon a motion duly made by Director Kane, seconded by Director DePeder, and upon vote, unanimously carried, it was

RESOLVED to approve the First Amendment to 2025 Regular Special District Election Resolution for District No. 1, as presented.

First Amendment to 2025 Regular Special District Election Resolution for District No. 2: Mr. Pogue presented the First Amendment to 2025 Regular Special District Election Resolution for District No. 2, to the Boards and answered questions. Upon a motion duly made by Director Kane, seconded by Director DePeder, and upon vote, unanimously carried, it was

RESOLVED to approve the First Amendment to 2025 Regular Special District Election Resolution for District No. 2, as presented.

First Amendment to 2025 Regular Special District Election Resolution for District No. 3: Mr. Pogue presented the First Amendment to 2025 Regular Special District Election Resolution for District No. 3, to the

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Boards and answered questions. Upon a motion duly made be Director Kane, seconded by Director DePeder, and upon vote, unanimously carried, it was

RESOLVED to approve the First Amendment to 2025 Regular Special District Election Resolution for District No. 3, as presented.

DIRECTOR
COMMENT

There were no Director Comments received.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 2:37 p.m.

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

Respectfully submitted,



Jake Downing, Recording Secretary for the Meeting