

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE  
WATERS' EDGE METROPOLITAN DISTRICT NOS. 1 & 2

Held: Wednesday, February 9, 2022, at 8:30 a.m. and 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 reflected in these minutes.

**Attendance:**

The joint special meeting of the Boards of Directors of the Waters' Edge Metropolitan District Nos. 1 & 2 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, who have confirmed their qualifications to serve, were in attendance:

Joe Knopinski, President  
John Gooch, Secretary  
Todd Johnson, Assistant Secretary  
Jerry Wenzel, Treasurer  
Vacant

Also present were Robert G. Rogers, Esq., Eve M.G. Velasco, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Angela Elliott, Teleos Management, District Manager; Diane Wheeler, Simmons & Wheeler, PC, District Accountant; Carol Bauman and Dan Nickless, Developer Representatives.

**Administrative Matters:**

Call to Order/Declaration  
of Quorum

It was noted that a quorum of the Boards was present, and the meeting was called to order at 8:33 a.m.

Reaffirmation of  
Disclosures of Potential or  
Existing Conflicts of  
Interest

Mr. Knopinski advised the Boards that, pursuant to Colorado law, certain disclosures were required prior to taking official action at the meeting. Ms. Velasco reported that disclosures for those directors that provided notice of 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. Knopinski 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

The Boards reviewed the proposed agenda. Following discussion, and upon a motion duly made and seconded, the Boards unanimously approved the agenda.

Public Comment

No comments from the public.

**Financial Matters:**

Adoption of Joint Resolution Regarding Acceptance of District Eligible Costs

Director Knopinski discussed the current costs for the Certification and Acceptance of District Eligible Costs Resolution No. 6 in the amount of \$963,584.20.

Following discussion, upon motion duly made, seconded, upon vote and unanimously carried, the Boards approved and accepted the District Eligible Costs Resolution No. 6 in the amount of \$963,584.20.

Payment of Claims:

Ms. Wheeler presented the payment of claims, totaling \$44,823.66, for the period December, 2020 through January 1, 2022.

Following discussion, upon motion duly made, seconded, upon vote and unanimously carried, the Board approved the payment of claims, totaling \$44,823.66 for the above referenced period.

**Legal Matters:**

Consider Adoption of Resolution Establishing Guidelines for Processing and Collection of Delinquent Fees and Charges

Following discussion, upon motion duly made, seconded and upon vote, the Boards adopted the Resolution Establishing Guidelines for Processing and Collection of Delinquent Fees and Charges.

Following discussion, upon motion duly made, seconded and upon vote, the Boards adopted the Resolution Establishing Guidelines for Processing and Collection of Delinquent Fees and Charges subject to changing the example schedules in the Resolution.

**Management Matters:**

None.

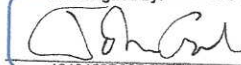
**Other Business:**

None.

**Adjourn:**

There being no further business to come before the Boards, following discussion and upon a motion duly made, seconded, and unanimously carried, the Boards determined to adjourn the meeting at 9:11 a.m.

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



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Secretary for the Meeting

The foregoing minutes were approved on the 16<sup>th</sup> of March 2022.