

RECORD OF PROCEEDINGS

MINUTES OF THE CONSOLIDATED REGULAR MEETING OF THE BOARDS OF DIRECTORS OF THE GREENSPIRE METROPOLITAN DISTRICT NOS. 1, 2, AND 3

Held: Tuesday, September 10, 2019 at 9:30 a.m., at 301
Centennial Drive, Milliken, Colorado

Attendance

A consolidated regular meeting of the Boards of Directors of the Greenspire Metropolitan District Nos. 1, 2, and 3 was held in accordance with the statutes of the State of Colorado. The following Directors, having confirmed their continued qualification to serve on the Boards, were in attendance:

Bret Hall
George Hall

Absent: None

Also present were Colin B. Mielke, Seter & Vander Wall, P.C.; Ann Eldridge, Eldridge CPA; Nikolas Wagner, Centennial Consulting Group; and members of the public, including: Alissa Burch, Robert Fry, James Hogue, Phil Myers, and Pam Tjoden.

Call to Order and Declaration of Quorum

Director Bret Hall opened the meeting, noted that a quorum of each of the Boards was present and called the consolidated regular meeting of the Boards of Directors of the Greenspire Metropolitan District Nos. 1, 2, and 3 to order.

Disclosure Matters

The Directors confirmed that no changes have occurred to any of the Directors' interests that warrant amending the written disclosures on file with the Secretary of State's Office with regard to any potential or existing conflicts of interest. Pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. The Boards reviewed the agenda for the meeting, following which each Board member disclosed his conflicts of interest, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

Approval of Minutes

The Boards reviewed and considered approving the minutes of the June 11, 2019 consolidated regular meeting. Upon motion, seconded and unanimously carried, the Boards approved the

{00424765}
September 10, 2019
Greenspire Metropolitan District Nos. 1-3

RECORD OF PROCEEDINGS

minutes as presented.

Public Comment

Director Bret Hall opened the meeting for public comment.

Members of the public informed the Board that they want the District to begin reading water meters and charging fees based on metered amounts. Members of the public expressed concern regarding dead and missing trees within the District, particularly along Veronica Drive. Mr. Wagner noted that he will check on the warranty for recently installed trees to determine whether they can be replaced free of charge. Members of the public requested that trees be replaced only in areas where there is existing irrigation. The Board discussed differences in meter technology and potential costs for upgrading meters to remote read meters.

There being no further public comment, Director Bret Hall closed the public comment period.

Financial Matters

Ms. Eldridge discussed the need for a developer advance to fund the Districts' operations. Ms. Eldridge presented bills from Environmental Land Works and Xcel Energy for approval. After discussion, and upon motion made, seconded and unanimously carried, the Boards accepted the financials and approved the payables as discussed.

The Board entertained questions from members of the public regarding the Districts' outstanding debt. Ms. Eldridge reported that approximately \$5.6 million has been incurred by the Districts since their organization, with costs related to public infrastructure and advances for operations due to insufficient revenues. The Board reported that it is seeking guidance on a potential refinancing of the Districts' debt to take advantage of lower interest rates.

The Board discussed water rights and the manner in which water is purchased from the Town of Windsor. The Board confirmed that the Districts do not owe the Town of Windsor for the non-potable water pump station and that the Districts' bonds were used for acquisition of the pump station.

{00424765}

September 10, 2019

Greenspire Metropolitan District Nos. 1-3

RECORD OF PROCEEDINGS

Discussion regarding Water Rate Study

Mr. Wagner presented the Boards with a draft water rate study prepared by Centennial Consulting Group for the purpose of determining non-potable water rates for the non-potable water service provided by the Districts. Mr. Wagner reviewed the water study and identified a possibility that a portion of future tap fees could be used to replace existing manual read meters with remote read meters. The Board entertained comments from the public. Mr. Myers stated his disagreement with the study, stating that the price per gallon of water appears to be incorrect. The Boards determined to table consideration of the water rate study until the next board meeting in order for Centennial Consulting Group to verify its numbers based on comments by Mr. Myers.

Manager Report

Mr. Wagner discussed an expanded scope of work for Environmental Landworks related to maintenance of a recently completed park within the Districts. The Board reviewed an amendment to the contract associated with the additional work and upon motion made, seconded, and unanimously carried, the Board approved the amendment to the contract for the additional scope of work.

Legal Matters

Mr. Mielke updated the Boards regarding a proposed advance and reimbursement agreement to document the developer advances made to date for the Districts' operations. He will continue to work on an agreement for discussion at a future meeting.

Other Business

The Board received comments from the public regarding fence ownership. The Board stated that it is researching fence ownership and Mr. Wagner noted that fence ownership had been discussed recently at the community's HOA meeting. Further research will be performed to determine fence ownership within the community.

Adjournment

There being no other business to come before the Boards, the meeting was adjourned at approximately 11:00 a.m.


Secretary for the Meeting