

## RECORD OF PROCEEDINGS

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### MINUTES OF THE CONSOLIDATED SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE GREENSPIRE METROPOLITAN DISTRICT NOS. 1 AND 3

Held: Tuesday, April 11, 2023 at 11:00 a.m. via Zoom  
videoconference platform.

#### Attendance

A consolidated special meeting of the Boards of Directors of the Greenspire Metropolitan District Nos. 1 and 3 was held and the following Directors, having confirmed their continued qualification to serve on the Boards were in attendance:

Bret Hall  
John Hall

Absent: None.

Also in attendance were Colin B. Mielke, Seter & Vander Wall, P.C.; and Pamela Coleman and Olivia Hermann, Kellison Corp.; and Ann Eldridge, Eldridge CPA.

#### Call to Order and Declaration of Quorum

The meeting was opened, and it was noted that a quorum of the Boards was in attendance.

#### Disclosure Matters

The Boards had been previously advised that pursuant to Colorado law, certain disclosures by the Board members might be required prior to taking official action at the meeting. The Boards then reviewed the agenda for the meeting, following which each Board member affirmed their conflicts of interest, which had been disclosed and filed with the Colorado Secretary of State, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. The Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Director Bret Hall's existing conflict of interest forms have been filed with the Secretary of State's office pursuant to Colorado statute, which includes information stating that he is a party to a contract to purchase property within the Districts under which he has an obligation to pay taxes on real property. He also owns most of the undeveloped lots and tracts in Districts through various entities. He is employed by and is a

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Manager of Lot Holding Investments, LLC. Director Bret Hall further stated that he has an ownership interest in The Windmill Homes Company and Hall-Windsor Family Partnership, LLP. This disclosure is associated with the approval of items on the agenda which might affect his interests.

Director John Hall's existing conflict of interest forms have been filed with the Secretary of State's office pursuant to Colorado statute, which includes information stating that he is a party to a contract to purchase property within the Districts under which he has an obligation to pay taxes on real property. He is a manager at Lot Holding Investments, LLC. He is the son of Mr. Bret Hall, who is a Director on Greenspire Metropolitan District Nos. 1 & 3. This disclosure is associated with the approval of items on the agenda which might affect his interests.

Written disclosures of these interests had been filed with the Secretary of State prior to the meeting.

### Approval of Minutes

The Boards reviewed the minutes from the November 8, 2022 consolidated special meeting. Upon motion made, seconded and unanimously carried, the Boards approved the minutes as presented.

### Annual Administrative Matters (2023)

Mr. Mielke presented an Annual Administrative Resolution and discussed a number of administrative matters with the Boards, which are generally addressed at the Boards' first meeting of the year, in accordance with Colorado law.

Mr. Mielke asked the Directors to complete an affidavit, which he distributed to each Director, confirming each Director's qualification to serve on the Boards.

He asked the Directors to review the information provided to each Director describing how to identify a conflict of interest, and the requirements under Colorado law for disclosure of such conflicts of interest by each Director. Mr. Mielke asked each Director to review the contents of the letter, to identify all existing and potential conflicts of interest each Director may have in connection with serving as a member of the Boards of the Districts, and to complete the enclosed disclosure forms to be returned to his office.

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Following discussion, the Boards determined to re-elect the officers of the Boards as follows:

President/Chair – Bret Hall  
Secretary/Treasurer – John Hall

The Boards reviewed and determined to continue to use the existing newspaper designated for publication of legal notices, identified as the *Greeley Tribune*.

The Boards identified the Districts' website as the 24-hour posting place for meeting notices at this time, along with additional physical posting locations for meeting notices that were not otherwise posted under Title 32, C.R.S. as identified in the Resolution.

The Boards determined to hold regular meetings at 9:30 a.m. on the second Tuesday of each month at 1613 Pelican Lakes Point, Suite 201, Windsor, Colorado and/or virtually.

The Boards determined to appoint Catherine T. Bright of Seter & Vander Wall, P.C. to serve as the Designated Election Official for the Districts for their election activities.

The Boards reviewed the employment of their consultants for the year and determined to renew Seter & Vander Wall, P.C. as its legal counsel, Ann Eldridge, CPA as its accountant and Kellison Corp. as its manager.

Finally, the Boards reviewed the proposed form of resolution presented by Mr. Mielke that memorializes the above determinations in addition to certain other annual administrative actions providing direction from the Boards regarding actions to be taken by the Districts' consultants on the Boards' behalf.

Upon a motion by Director John Hall, seconded by Director Bret Hall and unanimously carried, the Board approved the administrative items and resolution as discussed.

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- Public Comment                      The meeting was opened for public comment. There being no public comment, the public comment portion of the meeting was closed.
- Financial Matters                    The Boards noted that there was no financial report presented for this meeting. The Boards discussed the payment of claims report provided by the District's accountant prior to the meeting, and upon motion made, seconded and unanimously carried, the Boards ratified the payment of claims report.
- Legal Matters
- May 2023 Election                Mr. Mielke informed the Boards that there were not more candidates than seats available for the Boards, and that therefore the elections had been canceled and the candidates elected by acclamation. Mr. Mielke noted that election documents will be distributed to the candidates after election day has passed.
  
  - Landscape and Snow Removal Contract                Mr. Mielke presented the Board for District No. 1 with a landscape and snow removal agreement with Precision Landscape and Maintenance, LLC. After review and discussion, and upon motion made, seconded and unanimously carried, the Board approved the agreement as presented.
- Manager Report
- Non-Potable Irrigation System Updates                Ms. Hermann updated the Boards regarding work to install the meters for non-potable irrigation water services. The Board for District No. 1 noted its plan to meter water usage during 2023 and to invoice for water usage on a metered basis.
  
  - District Maintenance Activities                Ms. Coleman discussed the installation of solar lighting at the community mailboxes and that dog waste stations have been ordered and are believed to have been installed.
- Adjournment                            There being no other business to come before the Boards, the meeting was adjourned at approximately 11:30 a.m.

  
Secretary for the Meeting