

RECORD OF PROCEEDINGS

MINUTES OF THE ANNUAL MEETING OF VDW METROPOLITAN DISTRICT NOS. 1-3

HELD
November 2, 2023

The Annual Meeting of VDW Metropolitan District Nos. 1-3 was held via MS Teams and Teleconference on Thursday, November 2, 2023, at 4:00 p.m.

ATTENDANCE

Directors in Attendance District Nos. 1&3:

Kim Perry, President & Chairperson
Tim DePeder, Secretary

Directors Absent, but Excused:

Josh Kane, Treasurer & Assistant Secretary

Directors in Attendance District No. 2:

Kim Perry, President & Chairperson
Tim DePeder, Secretary
Clark Cummings, Assistant Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Bryan Newby, Kieyesia Conaway, Irene Buenavista, and Stanley Holder;
Pinnacle Consulting Group, Inc.
Jim Niemczyk; McWhinney
Bob Ebersole; Member of the Public

ADMINISTRATIVE ITEMS

Call to Order: The Annual Meeting of the Boards of Directors (collectively, the “Boards”) of the VDW Metropolitan District Nos. 1-3 (collectively, the “District”) was called to order by Mr. Newby at 4:01 p.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director Perry noted that a quorum was present, with two out of three Directors in attendance for District Nos. 1&3. A quorum was present, with three out of four Directors in attendance for District No. 2. All Board Members confirmed their qualifications to serve on the Boards. Mr. Pogue noted that notices of potential conflicts of interest for all Board Members employed by McWhinney Real Estate Services, Inc. were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing that potential conflicts of interest may exist, as McWhinney Real Estate Services, Inc. is associated with the primary landowner and developer of land within the Districts. Mr. Pogue

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advised the Boards that pursuant to Colorado law, certain 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.

ANNUAL MEETING REQUIREMENTS

Presentation regarding the Status of Public Infrastructure Projects within the Districts: Mr. Holder presented the Status of Public Infrastructure Projects within the District to the Boards and answered questions.

Unaudited Financial Statements: Ms. Buenavista presented the Unaudited Financial Statements for the period ending June 30, 2023.

Presentation regarding the status of Outstanding Bonds: Ms. Buenavista presented the Status of Outstanding Bonds to the Boards and answered questions.

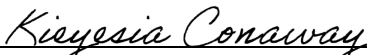
Community questions: There were no Members of the Public present for questions.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 4:08 p.m.

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

Respectfully submitted,



Kieyesia Conaway, Recording Secretary for the Meeting