

RECORD OF PROCEEDINGS

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

HELD
November 2, 2023

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

ATTENDANCE

Directors in Attendance District Nos. 1&3:
Kim Perry, President & Chairperson
Josh Kane, Treasurer & Assistant Secretary
Tim DePeder, Secretary

Directors in Attendance District No. 2:
Kim Perry, President & Chairperson
Josh Kane, Treasurer & Assistant Secretary
Tim DePeder, Secretary
Clark Cummings, Assistant Secretary

Also in Attendance:

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

ADMINISTRATIVE ITEMS

Call to Order: The Regular 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 Director Perry at 3:02 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 VDW Metropolitan District No. 1, with concurrence by the Boards of Directors of VDW Metropolitan District Nos. 2, and 3.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director Perry noted that a quorum was present, with three out of three Directors in attendance for District Nos. 1 & 3. A quorum was present, with four out of four Directors in attendance for District No. 2. All Board Members confirmed their qualifications to serve

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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 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.

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 amended to move Agenda section V to precede agenda section III.

Appointment to Fill Board Vacancy: Mr. Newby addressed the Boards noting there is one interested candidate to fill the vacancy on the Board of Directors for District No. 2. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Kane, and upon vote, unanimously carried, it was

RESOLVED to appoint Bob Ebersole to the Board of Directors of District No. 2.

Election of Officers: Mr. Newby discussed the Election of Officers with the Boards. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Kane, and upon vote, unanimously carried, it was

RESOLVED to elect the slate of officers as noted below for District No. 2:

Kim Perry – President
Josh Kane – Treasurer & Assistant Secretary
Tim DePeder – Secretary
Bob Ebersole – Assistant Secretary

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Clark Cummings – Assistant Secretary

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Director Perry reviewed the items on the consent agenda with the Boards. Director Perry advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director DePeder, Seconded by Director Kane, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- A. Approval of Minutes – July 6, 2023, Regular Meeting.
 - B. Payment of Claims.
 - C. Contract Modifications.
 - D. Unaudited Financial Statements as of June 30, 2023.
 - E. 2024 Annual Administrative Matters Resolution.
 - F. 2024 Meeting Resolution.
 - G. First Amendment to Public Records Policy.
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2024 BUDGET HEARING

Director Perry opened the 2024 Budget Hearing for VDW Metropolitan District Nos. 1-3. Mr. Newby reported that notice of the budget hearing was published on October 19, 2023, in the Loveland Reporter-Harold, in accordance with state budget law. Ms. Buenavista reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions. The budgets for the District are as follows:

District No. 1
General Fund: \$411,465
Capital Projects Fund: \$1,504,710

District No. 2
Mill Levy: 34.625
Debt Service Fund: \$995,163

District No. 3
Mill Levy: 29.989

There being no public input, the public portion of the budget hearing was closed. After further review and discussion, upon a motion duly made by

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Director Kane, seconded by Director DePeder, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2024 Budgets for VDW Metropolitan District Nos. 1-3, set the mill levies, and appropriate budgeted funds upon final certification of values being received by the County of Larimer on or before December 15, 2023, and approve all other documents related to the 2024 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

DISTRICT MANAGER
ITEMS

District Manager's Report: Mr. Newby presented the District Manager's Report to the Boards and answered questions.

Operations and Maintenance Report: Mr. Gamber presented the Operations and Maintenance Report to the Boards and answered questions.

2024 Master Service Agreements with Operations and Maintenance Service Contractors: Mr. Newby presented the 2024 Master Service Agreements with Operations and Maintenance Service Contractors to the Boards and answered questions.

- i. Affordable Pest Control
- ii. All Sweep
- iii. Davinci Signs
- iv. Environmental Designs
- v. Fiske Electric
- vi. Foothills Landscape Maintenance
- vii. McWhinney Real Estate Services
- viii. OLM
- ix. SWPPP Colorado

Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Kane, and upon vote, unanimously carried, it was

RESOLVED to approve the 2024 Master Service Agreements with Operations and Maintenance Service Contractors within the Approved 2024 Budget, as presented.

Authorization of District Manager to Execute 2024 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2024 Budget: Mr. Newby requested the Boards consider

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delegating authority to the District Manager to Execute 2024 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2024 Budget. 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 authorize the District Manager to Execute 2024 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2024 budget, as presented.

LEGAL ITEMS

There were no Legal Items to come before the Board.

DIRECTOR
MATTERS

There were no Director Matters to come before the Boards.

OTHER
MATTERS


There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 3:44 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