MINUTES OF A WORK SESSION OF THE BOARD OF DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: November 29, 2012 at 6:00 p.m., at 6601 S. Wheatlands Parkway, Aurora, Colorado

Attendance

A regular meeting of the Board of Directors of Wheatlands Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

> Richard Tashma Kevin McGlynn Mark Zwingelberg Darrin "Lee" Scheck

Director Perry was absent and excused.

Also present were Clint Waldron, Esq., White, Bear & Ankele Professional Corporation, General Counsel; and Carrie Bartow, CliftonLarsonAllen, District Accountant.

Call to Order

Director McGlynn noted that a quorum of the Board was present and called the meeting to order.

Agenda

Mr. Waldron presented the proposed agenda to the Board for consideration. After consideration, the Board unanimously approved the agenda, as revised.

Public Comment

None.

Business

The Board reviewed and discussed the financial projection prepared by CliftonLarsonAllen.

Director Items

None.

Adjournment

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

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

Secretary for the Meeting

The foregoing minutes were approved on the 13th day of December, 2012.