

MINUTES OF A SPECIAL MEETING OF THE BOARD OF
DIRECTORS

OF

WHEATLANDS METROPOLITAN DISTRICT

Held: September 4, 2019, at 6:30 p.m., at 6601 S. Wheatlands
Parkway, Aurora, Colorado.

Attendance

A special 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:

Paulette Martin
Kathy Barela

Director Robert Romero was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Counsel for Wheatlands Park and Recreation Authority, Rick Gonzales, Marchetti & Weaver, District Accountant; and Tom George, Spencer Fane, Special Counsel to Wheatlands Metropolitan District.

Call to Order

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

Disclosure Matters

Mr. Waldron advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Waldron reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Waldron inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the

members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

The Board reviewed the agenda. Following discussion, upon motion duly made and seconded, the Board approved the agenda, as presented.

Public Comment

None.

Consent Agenda

The Board reviewed the items on the consent agenda. Mr. Waldron advised the Board that any item may be removed from the consent agenda to the special agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- Minutes from August 8, 2019 Special Meeting

Wheatlands Park and Recreation Authority – Recreation Facility

Consider Approval of First Amendment to Real Estate Purchase Contract with Wheatlands Park and Recreation Authority (Tom George – Spencer Fane)

Mr. George reviewed the First Amendment to Real Estate Purchase Contract with Wheatlands Park and Recreation Authority with the Board and answered the Board's questions. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the First Amendment to Real Estate Purchase Contract with Wheatlands Park and Recreation Authority.

Mr. George also discussed a Second Amendment to Real Estate Purchase Contract with Wheatlands Park and Recreation Authority with the Board in case closing is delayed. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized Director Martin to execute a second amendment if deemed necessary by special counsel.

Update on Closing Schedule and Ground Breaking

Mr. George discussed the closing schedule with the Board. The ground breaking discussion was deferred as representatives of the YMCA were not present.

Parks, Recreation and Community Activities

Discuss Pool Heater

General Discussion. No action taken.

Discuss Status of Park
Project

Director Barela provided an update to the Board on the status of the Park Project.

Discuss Pine Ridge Auction
– Kids Night Out

The Board engaged in general discussion regarding a request to hold a Kid's Night Out at the Clubhouse during the Pine Ridge Auction. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Kid's Night Out.

Legal Matters

None.

Other Business

None.

Adjourn

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 19th day of September, 2019.