

MINUTES OF A SPECIAL JOINT MEETING OF THE
BOARD OF DIRECTORS

OF

WHEATLANDS METROPOLITAN DISTRICT &
WHEATLANDS PARK AND RECREATION AUTHORITY

Held: August 22, 2023 at 6:00 p.m., via Zoom teleconference.

Attendance

The special joint meeting of the Boards of Directors of Wheatlands Metropolitan District and Wheatlands Park and Recreation Authority was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following Directors were in attendance:

Paulette Martin
Kathy Barela
Rodney DeWalt
Sameer Bhatnagar
Perry Deeds

Brooke Holliman was excused absent.

Also present were: Clint C. Waldron, Esq., and Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Authority General Counsel; James Shultz and Eric Weaver, Marchetti and Weaver, District and Authority Accountant; Reid Allred, YMCA Counsel; Sue Glass and Kimberly Armitage YMCA, District Manager; Kevin Cox, Cox Landscaping; Tom George, Spencer Fane, Wheatlands Metropolitan District's special Counsel; Ken Guckenberger, Kutak Rock, Wheatlands Park and Recreation Authority's Bond Counsel; and Sharon Sulzle, AMI HOA.

Call to Order

It was noted that a quorum of the Boards were present, and the meeting was called to order at 6:02 p.m.

Disclosure Matters

Mr. Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Dickhoner inquired into whether members of the Boards 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Agenda

The Boards reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda, as presented.

Public Comment

None

Discuss Status of Loan and Ongoing Negotiations for Potential Sale of Recreation Facility to the YMCA

The Boards engaged in general discussion with YMCA representatives regarding the status of the outstanding loan and proposals for restructuring the same. Discussion was had regarding what happens to the loan in a restructure and what continuing roles the District and the Authority will have, if any. The Boards discussed future ownership of the synthetic turf fields, rec center and property upon which the rec. center sits.

Discuss Agreement between the YMCA and District Regarding Continued Use of the Recreation Facility by District Residents and Payment of Fees by the District to the YMCA

Discuss Landscape Maintenance and Snow Removal Expenses

Discus License Agreement for Synthetic Turf Fields and Revenues and Expenses

Consider Approval of Loan Modification Agreement between Wheatlands Park and Recreation Authority and First Citizens Bank & Trust Company

The Authority Board reviewed the Loan Modification Agreement between Wheatlands Park and Recreation Authority and First Citizens Bank & Trust Company. Following discussion, upon motion duly made and seconded, the Board approved the Loan Modification Agreement.


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.


Brooke Holliman (Sep 15, 2023 15:25 MDT)

Secretary for the Meeting

The foregoing minutes were approved the 14th day of September, 2023.