

MINUTES OF A SPECIAL JOINT MEETING OF THE
BOARD OF DIRECTORS

OF

WHEATLANDS METROPOLITAN DISTRICT &
WHEATLANDS PARK AND RECREATION AUTHORITY

Held: September 27, 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., White Bear Ankele Tanaka & Waldron, District General Counsel, Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Authority General Counsel, and James Shultz and Eric Weaver, Marchetti and Weaver, District and Authority Accountants

Call to Order

It was noted that a quorum of the Boards were present, and the meeting was called to order at 6:15 p.m.

Disclosure Matters

Mr. Waldron 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. Waldron 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

Executive Session

Upon motion of duly made and seconded, and upon an affirmative vote of at least two-thirds of the quorum present, the Board(s) convened in executive session at 6:15 P.M. pursuant to Section 24-6-402(4)(b), C.R.S., conference with an attorney for the District and Authority for the purpose of receiving legal advice on the Wheatlands Park and Recreation Authority property, recreation facility, and the outstanding loan on the recreation facility, and pursuant to Section 24-6-402(4)(e), C.R.S., for the purposes of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and/or instructing negotiators related to the Wheatlands Park and Recreation Authority property, recreation facility, and the outstanding loan on the recreation facility.

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of the Authority's and District's attorneys, constitutes privileged attorney-client communication pursuant to § 24-6-402(4)(b), C.R.S.

Also pursuant to § 24-6-402(4), C.R.S., the Boards did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Boards reconvened in regular session at 7:32 P.M.


Other Business

None.

Adjourn

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

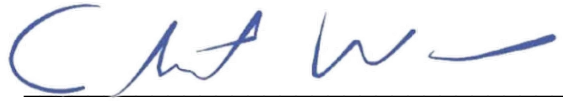
The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.


Brooke Holliman (Oct 19, 2023 07:39 MDT)
Secretary for the Meeting

The foregoing minutes were approved the 12th day of October, 2023.

ATTORNEY STATEMENT
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Wheatlands Metropolitan District, I attended the executive session at the regular meeting of Wheatlands Metropolitan District convened on September 27, 2023 for the sole purpose of discussing Wheatlands Park and Recreation Authority property, recreation facility, and the outstanding loan on the recreation facility. as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.



Clint C. Waldron, Esq.