

## RECORD OF PROCEEDINGS

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### MINUTES OF THE CONSOLIDATED REGULAR MEETING OF THE BOARDS OF DIRECTORS OF THE GREENSPIRE METROPOLITAN DISTRICT NOS. 1 AND 3

Held: Tuesday, September 8, 2020 at 9:30 a.m., at 301 Centennial Drive, Milliken, Colorado, with members of the public invited to attend in person and via electronic meeting held through Zoom platform.

#### Attendance

A consolidated regular meeting of the Boards of Directors of the Greenspire Metropolitan District Nos. 1 and 3 was held and the following Directors, having confirmed their continued qualification to serve on the Board, were in attendance:

Bret Hall  
George Hall

Absent: None.

Also present were Colin B. Mielke, Seter & Vander Wall, P.C.; Nikolas Wagner, Centennial Consulting Group; and the following members of the public: Phil Myers and Pam Tjaden.

#### Call to Order and Declaration of Quorum

The meeting was opened, and it was noted that a quorum of the Board was in attendance.

#### Disclosure Matters

The Boards had been previously advised that pursuant to Colorado law, certain disclosures by the Board members might be required prior to taking official action at the meeting. The Boards then reviewed the agenda for the meeting, following which each Board member affirmed their conflicts of interest, which had been disclosed and filed with the Colorado Secretary of State, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. The Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Director Bret Hall's existing conflict of interest forms have been filed with the Secretary of State's office pursuant to Colorado statute, which includes information stating that he is

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a party to a contract to purchase property within the Districts under which he has an obligation to pay taxes on real property. He is employed by and is the Chief Operating Officer of Hall Irwin Corporation, Manager of Lot Holding Investments, LLC and has business interests with Traders Junction LLC, He is the son of Mr. George Hall, who is a Director on Greenspire Metropolitan Districts No. 1 & 3. Director Bret Hall further stated that he has an ownership interest in Windmill Homes, LLC and the Hall-Windsor Family Partnership, LLP, The disclosure is associated with the approval of items on the agenda which might affect his interests.

Director George Hall's existing conflict of interest forms have been filed with the Secretary of State's office pursuant to Colorado statute, which includes information stating that he is a party to a contract to purchase property within the Districts under which he has an obligation to pay taxes on real property. He is president of Hall Irwin Corporation and has an interest in Lot Holding Investments, LLC. This disclosure is associated with the approval of items on the agenda which might affect his interests

### Director Matters

- Consider Appointment of John Hall to Boards

Mr. Mielke read correspondence from Mr. Myers regarding his objections to Mr. John Hall being appointed to the Boards. The Boards discussed the appointment of Mr. John Hall, and upon motion made, seconded and unanimously carried, the Boards approved the appointment of Mr. John Hall to the Boards, subject to confirmation of his qualifications to serve.

### Approval of Minutes

The Boards reviewed the minutes from the March 10, 2020 consolidated regular meeting. After review and discussion, and upon motion made, seconded and unanimously carried, the Boards approved the minutes as presented.

### Public Comment

The meeting was opened for public comment. Mr. Myers referenced an email from Director Bret Hall to Mr. Robert Fry regarding excessive expenditure of District financial resources and requested that this issue be addressed at a future board meeting.

There being no further public comment, the public comment period was closed.

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### Financial Matters

Ms. Eldridge discussed the financial position of the Districts with the Boards. Ms. Eldridge noted that there is no current need to request an advance of funds from the developer, but that a request may be required in the future. Ms. Eldridge updated the Boards regarding non-potable water revenues and expenditures. Payment of 2020 non-potable water invoices are outstanding for approximately 39 properties.

Ms. Eldridge presented the Boards with the 2019 applications for exemption from audit for ratification. After review and discussion, and upon motion made, seconded and unanimously carried, the Boards ratified their acceptance of the 2019 applications for exemption from audit.

### Manager Report

Mr. Wagner reported that he is working with the landscape contractor to reduce water usage. Mr. Wagner further reported that a small hole in the blowoff manifold has been fixed and there are no major problems with the non-potable water system at this time.

### Legal Matters

Mr. Mielke stated that he is working to finalize a draft advance and reimbursement agreement in order to consolidate the documents related to developer advances for the Districts. Mr. Mielke also noted that documents for the conveyance of open space tracts to District No. 1 are being reviewed.

### Other Business

The Boards reviewed and discussed the consolidated 2019 Annual Report and upon motion made, seconded and unanimously carried, the Boards ratified approval of the report.

The Boards will continue to discuss fence repairs at its next Board meeting. The Board for District No. 1 noted that the developer has offered to engage a subcontractor to replace the fencing along Hollister Road with a like-kind fence at no cost to the Districts. After discussion, and upon motion, seconded and unanimously carried, the Board approved the replacement of the fence and directed the District's management company to oversee the replacement activities.

The Boards discussed tree replacement within the Districts, and the desire to create a tree maintenance program. Mr. Wagner

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stated that he is preparing a tree maintenance schedule. The Boards noted that the developer may agree to replace certain trees if the need for replacement is identified. Trees in phases 3 and 4 of the development are expected to be replaced under warranty. Director Hall stated his desire for the management company to perform fence maintenance activities in the future.

Mr. Wagner recommended that District No. 1 implement a water schedule for properties within the Districts for future water seasons.

Adjournment

There being no other business to come before the Board, the meeting was adjourned at approximately 10:15 a.m.

  
Secretary for the Meeting

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