

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED REGULAR MEETING OF

CONESTOGA METROPOLITAN DISTRICT NO. 1
CONESTOGA METROPOLITAN DISTRICT NO. 2
CONESTOGA METROPOLITAN DISTRICT NO. 3
CONESTOGA METROPOLITAN DISTRICT NO. 4
CONESTOGA METROPOLITAN DISTRICT NO. 5

HELD
February 22, 2023

The Combined Regular Meeting of the Boards of Directors (collectively, "Boards") of Conestoga Metropolitan District No. 1, Conestoga Metropolitan District No. 2, Conestoga Metropolitan District No. 3, Conestoga Metropolitan District No. 4, and Conestoga Metropolitan District No. 5 (collectively, "Districts") was held via videoconference, at 2:00 p.m. on Wednesday, February 22, 2023. Notice of the combined meeting was duly posted.

ATTENDANCE

Directors in Attendance for District Nos. 1,3,4,& 5:

Zachery C. Cesar, President and Chairman
Andrew Gerk, Vice Chair & Assistant Secretary/Treasurer
Ryan Barnes, Vice Chair & Assistant Secretary/Treasurer
Mitch Nelson, Secretary/Treasurer

Directors in Attendance for District No. 2:

Zachery C. Cesar, President and Chairman
Andrew Gerk, Vice Chair & Assistant Secretary/Treasurer
Jacquelyn Grossnickle, Director
Adam Ferrell, Director

Directors Absent but Excused:

Jamie E. Baessler, Vice Chair & Assistant Secretary/Treasurer

Also in Attendance:

David O'Leary, Esq.; Spencer Fane, LLP
Shannon Randazzo, Shannon McEvoy, Jordan Wood, Brendan Campbell, Christy McCutchen, Dillon Gamber, and Kirsten Starman; Pinnacle Consulting Group, Inc.
Melissa Wheeler; Baessler Homes

CALL TO ORDER

The meeting was called to order at 2:02 p.m. by Ms. Randazzo, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

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COMBINED MEETING

The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Conestoga Metropolitan District No. 1, with concurrence by Conestoga Metropolitan District Nos. 2, 3, 4, and 5.

CONFLICTS OF INTEREST DISCLOSURE

Mr. O'Leary discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Mr. O'Leary that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

AGENDA

The Boards reviewed the agenda. Upon motion duly made by Director Nelson, seconded by Director Cesar and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

MINUTES APPROVAL

The minutes of the November 10, 2022 Special Meeting were presented and reviewed. Upon motion duly made by Director Nelson, seconded by Director Gerck and, upon vote, unanimously carried, it was

RESOLVED to approve the November 10, 2022 Special Meeting Minutes, as amended to reflect Director Gerck as making the second motion to approve the previous meeting agenda.

PUBLIC COMMENT

There were no comments made by members of the public.

FINANCIAL ITEMS

Payment of Claims: Mr. Campbell reviewed with the Boards the payment of claims for the period ending February 13, 2023 in the amount of \$111,322.45. Following review and discussion, upon motion duly made by Director Gerck, seconded by Director Cesar and, upon vote, unanimously carried, it was

RESOLVED to ratify Payment of Claims for Period Ending February 13, 2023 in the amount of \$111,322.45, as presented.

Financial Statements: Mr. Campbell reviewed the unaudited financials

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for period ending December 31, 2022 and answered questions. Following review and discussion, upon motion duly made by Director Gerk, seconded by Director Cesar, and, upon vote, unanimously carried, it was

RESOLVED to approve the unaudited financials as presented.

LEGAL MATTERS

Consider Approval of Clarifying Resolution regarding Townhome Parking: Mr. O'Leary addressed the Board and provided an overview of the Clarifying Resolution regarding Townhome Parking and answered questions. Following review and discussion, upon motion duly made by Director Gerk, seconded by Director Barnes and, upon vote, unanimously carried, it was

RESOLVED to adopt the Clarifying Resolution regarding Townhome parking as presented.

Consider Approval of Landscape Maintenance Agreement for District Parcels: Mr. O'Leary presented an overview of the Landscape Maintenance Agreement for District Parcels with the Board and answered questions. Following review and discussion, upon motion duly made by Director Gerk, seconded by Director Nelson and, upon vote, unanimously carried, it was

RESOLVED to approve the Landscape Maintenance Agreement for District Parcels as presented.

Consider Acceptance of Outlots within the Districts: Mr. O'Leary presented the Acceptance of Outlots within the Districts to the Boards and answered questions. Following review and discussion, upon motion duly made by Director Nelson, seconded by Director Cesar and, upon vote, unanimously carried, it was

RESOLVED to accept the Outlots within the Districts as presented.

MANAGEMENT AND OPERATIONS MATTERS

District Management Report: Ms. Randazzo and Ms. McCutchen presented the Management Report to the Boards and answered questions.

Operations and Maintenance Report: Mr. Gamber reviewed the Operations and Maintenance Report with the Board and answered questions.

Consider Approval and Ratification of Contract Modifications: Mr.

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Gamber presented the Contract Modification Reports and answered questions. Following review and discussion, upon motion duly made by Director Gerk, seconded by Director Nelson and, upon vote, unanimously carried, it was

RESOLVED to ratify the Contract Modifications as presented.

DIRECTOR'S ITEMS

Director Gerk reported he continues to see no cost reductions for landscaping, legal services, accounting, and managing services. Director Gerk inquired about exploring other options for these services.

DEVELOPER UPDATE

Director Gerk provided an update on current developments within the Districts. Ms. Wheeler reported the townhomes have all been closed on and the single family dwellings will be closed by April.

OTHER ITEMS

There were no other items brought before the Board.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Nelson, seconded by Director Gerk and, upon vote, unanimously carried, the meeting was adjourned at 3:02 p.m.

Respectfully submitted,



Shannon Randazzo

Recording Secretary for the Meeting