

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS OF PROMONTORY  
METROPOLITAN DISTRICT NOS. 1-3

Held: Tuesday, March 1, 2022, at 2:00 p.m.

*The meeting was held via teleconference.*

**Attendance**

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:

George R. Hanlon  
Donald Summers  
Jimmy Ogé

Also present: Carey S. Smith, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Rick Gonzales, Marchetti & Weaver LLP, District Accountant; and, Tucker Hanlon and Tony Dunning, members of the public.

**Call to Order/Declaration  
of Quorum**

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

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official actions reflected in these minutes are the actions of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

**Conflict of Interest  
Disclosures**

Mr. Smith advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Smith 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. Smith 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**

Mr. Smith presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the

agenda as presented.

**Public Comment**

None.

**Director Matters**

Acknowledge Resignation of Directors Gene Osborne and J.R. Osborne

The Boards acknowledged the resignation of Directors Gene Osborne and J.R. Osborne.

Election of Officers

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Summers as President.

**Approval of December 3, 2021 Special Meeting Minutes**

Mr. Smith presented the Boards with the minutes from the December 3, 2021 special meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

**Operational Matters**

Review Proposals for Landscape Services and Consider Approval of Independent Contractor Agreement

Mr. Dunning presented the proposals for landscape services to the Board of District No. 1 for consideration. The Board engaged in discussion regarding the scope of work. Following discussion, the Board directed Mr. Dunning to obtain additional proposals.

**Financial Matters**

Approval of Financials/Claims Payable

Mr. Gonzales presented the Boards with the December 31, 2021 Financial Statements. Following discussion, upon a motion duly made and seconded, the Boards unanimously accepted the financial statements. Mr. Gonzales presented the Board of District No. 1 with a list of claims payable as of February 28, 2022, totaling \$5,924.69. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 approved the claims as presented.

**Legal Matters**

Conduct Public Hearing to consider Petition for Inclusion of Property into District No. 1

Director Hanlon opened the public hearing on the Petition for Inclusion of Property (Seltzer Parcel) into District No. 1. Mr. Smith noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution and Order for Inclusion of Property by the Board of Directors of Promontory Metropolitan District No. 1 (Seltzer Parcel)*

Mr. Smith reviewed the Petition and Resolution and Order for Inclusion of Property (Seltzer Parcel) with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 determined to grant the petition and adopt the resolution

**Other Business**

Consider approval of Contract with Heather Sosa for the Creation and Ongoing Maintenance of a District Website

Mr. Smith presented the Contract with Heather Sosa for the Creation and Ongoing Maintenance of a District Website to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the contract.

Adjournment

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded, and unanimously carried, the Boards determined to adjourn the meeting.

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

*Don Summers*  
Don Summers (Oct 19, 2022 16:34 MDT)

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Secretary for the Meeting