MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WARD TOD METROPOLITAN DISTRICT NO. 1

Held: Tuesday, July 25, 2023 at 1:00 p.m. via Zoom.

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Timothy Westbrook
Christopher Ferguson
Matthew Foran
Kyle Ninness

Director Both was absent and excused.

Also present were: Megan J. Murphy, Esq. White Bear Ankele Tanaka & Waldron, District General Counsel; Carrie Bartow, CliftonLarsonAllen, LLP, District Accountant; Tim Bryan and Michelle Rittgers, The Management Trust, Co., District Managers; Denise Hogenes, Toll Brothers; and homeowners.

Call to Order/Declaration of Quorum	A quorum of the Board was present, and the meeting was called to order.
Director Conflict of Interest Disclosures	Ms. Murphy reported that disclosures for those directors that were provided to 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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy inquired into whether members of the Board 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 Board to act.
Approval of Agenda	The Board reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as amended.

Consider Election of Officers	The Board engaged in general discussion regarding the election of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously elected Director Ferguson as Secretary, Director Westbrook as Treasurer and Director Foran as Assistant Secretary.
Public Comment	A homeowner asked for clarification of responsibilities between the District and the homeowners association ("HOA"). Ms. Rittgers noted that she would provide an ownership and maintenance map showing District and HOA responsibilities. A homeowner inquired about public parking in the alleyways. Ms. Rittgers responded that the alleyways are owned and maintained by the District.
Consent Agenda	The Board reviewed the items on the consent agenda. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and/or adopted: • Minutes from the April 20, 2023 Regular Meeting; • Claims Listing; and • Extension for 2022 Audit.
Legal Matters	
Update on Warranty Period for Accepted Public Infrastructure	Ms. Murphy noted that the warranty period for certain accepted public infrastructure is set to expire in 2023 and 2024. Director Ninness noted that the developer is working on warranty certifications for accepted public infrastructure.
Consider Approval of Resolution Regarding Acceptance of Public Infrastructure (Tract N)	Ms. Murphy reviewed the Resolution Regarding Acceptance of Public Infrastructure (Tract N) with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution subject to final legal review.
Discuss 2023 Legislative Memorandum	Ms. Murphy reviewed the 2023 Legislative Memorandum with the Board.
Discuss Scheduling Town Hall Meeting Required by SB23-110	Ms. Murphy discussed scheduling the Town Hall Meeting required by SB23-110 with the Board. The Board determined to hold the meeting in late September or early October and directed legal counsel to schedule.
Other Legal Matters	None.

Financial Matters

Review Unaudited Financials, Schedule of Cash Position and Property Tax Statement	Ms. Bartow reviewed the June 30, 2023 financial statements and schedule of cash position dated June 30, 2023, updated as of July 17, 2023 to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the financial statements and cash position.
Consider Acceptance of 2022 Audit	Ms. Bartow reviewed the 2022 Audit with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the 2022 Audit subject to final legal review and receipt of a clean opinion from the auditor.
Other Financial Matters	None.

District Management Matters

District Manager Report	Mr. Bryan presented his District Manager Report to the Board, requesting the release of all 2022 invoices and year to date 2023 invoices from CliftonLarsonAllen. Mr. Bryan and Ms. Bartow will meet at a later time to discuss. Mr. Bryan informed the Board that in order to enforce the previously adopted Parking Rules and Regulations the District needs to adopt an enforcement policy and engage a company to handle enforcement. Director Foran stated that the Board needs to have a better understanding of who is parking in the designated spots before pursuing enforcement. Director Foran requested Mr. Bryan to reach out to the City of Wheat Ridge to determine what their enforcement policy entails.
Consider Approval of Resolution Establishing Operations and Maintenance Invoice Approval Process	Deferred.
Consider Approval of Resolution Establishing the Guidelines, Policies and Procedures for the Processing and Collection of Delinquent Fees, Fines and Other Charges	Deferred.

Not to Exceed Proposal for Landscaping Improvements (*added to agenda*)	Ms. Rittgers presented the Not to Exceed Proposal for Landscaping Improvements to the Board, noting that the Homeowners' Association has been performing repair and replacement of Phase 1 plant life. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposal in an amount not to exceed $15,000 subject to Director Ferguson's final review.
Other Business	None.
Adjourn	There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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

Chris Ferguson
Chris Ferguson (Oct 31, 2023 15:47 MDT)

Secretary for the Meeting

The foregoing minutes were approved on the 19th day of October, 2023.