

MINUTES OF A JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS

OF

ANTHOLOGY WEST METROPOLITAN DISTRICT
NOS. 2-6

Held: Wednesday, May 17, 2023, at 11:00 a.m. held at via
Zoom 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:

Joe Knopinski, District Nos. 2-6
Kurtis Williams, District Nos. 2-6
Michael Drennan, District No. 4
Cindy Myers, District No. 5
Skyler Hager, District No. 5

Also present were Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Cathy Hamilton, Simmons & Wheeler, District Accountant; and Mark Eames, PCMS.

Call to Order/Declaration of Quorum

Ms. Harris noted that a quorum of each of the Boards was present and therefore called the meeting to order at 11:04 a.m.

Director Disclosures

Ms. Harris advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Harris reported that disclosures for those directors with 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. Ms. Harris noted that a quorum of each Board was present and 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Ms. Harris presented the Boards with the proposed agenda for the meeting. After consideration, a motion was made and seconded to approve the agenda subject to the addition of discussion of a funding request from the Homeowners Association. The motion was unanimously approved as amended.

Public Comment

None.

Director Matters

Election of Officers

The Boards engaged in a general discussion regarding the Election of Officers.

Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 2,3 and 6 elected Joe Knopinski as President, and Kurtis Williams as VP/Secretary/Treasurer.

Following discussion, upon a motion duly made and seconded, the Board of District No. 4 elected Mike Drennan as President, Joe Knopinski as Vice President, and Kurtis Williams as Secretary/Treasurer.

Following discussion, upon a motion duly made and seconded, the Boards of District No. 5 elected Cindy Myers as President, Joe Knopinski as Vice President, Kurtis Williams as Secretary/Treasurer, and Skyler Hager as Assistant Secretary.

Discuss Vacancies on Boards of Directors

Ms. Harris discussed the remaining vacancies on the Board after the Election. Ms. Harris will reach out to a resident who expressed an interest in being on the District No. 4 Board prior to the election.

Ms. Harris discussed looking at options regarding structure between the Districts going forward, especially as it relates to District No. 3 and District No. 6, which do not have residents. District No. 6 is acting as the administrative District and District No. 3 owning the clubhouse and pool. Ms. Harris noted she will present options to the Boards at a future meeting.

Consent Agenda

Ms. Harris reviewed the items on the consent agenda with the Boards. Ms. Harris advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. The Boards requested the approval of First Amendment to Joint Annual Administration Resolution (2023) 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 adopted:

- Minutes from November 9, 2022, Special Meeting
- Joint Resolution Designating Meeting Notice Posting Location

Legal Matters

Consider Approval of First Amendment to 2023 Joint Annual Administrative Resolution

The Board discussed the First Amendment to the 2023 Joint Annual Administrative Resolution in relation to Director compensation with the Boards. Following discussion, the Boards adopted the Resolution and affirmed the payment of Director compensation to be paid, with Director Myers waiving compensation payment to her for District No. 5.

Consider Approval of Independent Contractor Agreement for Landscape Inspections

Ms. Harris presented the Independent Contractor Agreement to the Boards. Following discussion, upon a motion duly made and seconded, the District No. 6 Board approved the Independent Contractor Agreement with Norris Design for Landscape Inspections.

Consider Approval of Resolution Regarding Acceptance of District Eligible Costs

Ms. Harris presented the Resolution Regarding Acceptance of District Eligible Costs to the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 adopted the Resolution subject to removal of the conditions related to inspection by Norris Design and the license agreement with the Homeowners Association. This will be required at the time of Century's final pay application.

Consider Ratification of Transaction-Based Informed Consent Relative to License with the Anthology West Master Association, Inc.

Ms. Harris presented the Transaction-Based Informed Consent Relative to License with the Anthology West Master Association, Inc. to the Board of District No. 6. Following discussion, upon a motion duly made and seconded, the Board ratified the consent.

Consider Approval of License Agreement with the Anthology West Master Association, Inc. (District No. 6)

Ms. Harris presented the License Agreement with the Anthology West Master Association, Inc. Following discussion, upon a motion duly made and seconded, the Board approved the License Agreement.

Consider Approval of First Amendment to Infrastructure Acquisition and Reimbursement Agreement Anthology Filing No. 1 among District No. 5, Anthology Recovery Acquisition, LLC and Century Land Holdings, LLC

Ms. Harris presented the First Amendment to Infrastructure Acquisition and Reimbursement Agreement Anthology Filing No. 1 to the board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board approved the Agreement.

Consider Approval of Joint Resolution Appending Town Council Resolution Approving Adjustment of Mill Levies

Ms. Harris presented the Joint Resolution Appending Town Council Resolution Approving Adjustment of Mill Levies. Following discussion, upon a motion duly made and seconded, the Boards adopted the Resolution.

Financial Matters

Review and Approval of Financial Statements and Prior Claims and Pending Claims

Ms. Hamilton presented the financial statements. Following discussion, upon a motion duly made and seconded, the Boards accepted the financial statements.

Ms. Hamilton presented prior claims for ratification. Following discussion, upon a motion duly made and seconded, the Boards ratified the prior claims.

Ms. Hamilton presented pending claims. Following discussion, upon a motion duly made and seconded, the Boards approved the pending claims.

Adjourn

There being no further business to come before the Boards and upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 12:36 pm.

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

The foregoing minutes were approved on July 19, 2023, by the Boards of Directors of District Nos. 2-6.

Kurtis Williams

Kurtis Williams (Aug 7, 2023 16:36 MDT)

Secretary for Anthology West Metropolitan District Nos. 2-6