MINUTES OF A SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF

PTARMIGAN WEST METROPOLITAN DISTRICT NOS. 1-3

Held: Friday, January 6, 2023 at 12:30 P.M. via teleconference.

ATTENDANCE

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:

David Muth Scott Robbins Leslie Kulbeck

Also present were: Robert G. Rogers, Esq. and Audrey G. Johnson, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Zachary Leavitt, CliftonLarsonAllen, LLP, District Accountant; Judy Smeltzer, Advanced HOA Management, Inc., District Manager; and Judi Rhea, JBT Property Management Company.

ADMINISTRATIVE MATTERS

Call to Order/Declaration of Quorum

The meeting was called to order. Mr. Rogers noted that a quorum for the Board was present, and the Directors confirmed their qualifications to serve.

Director Conflict of Interest Disclosures

Mr. Rogers advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rogers reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, 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. Mr. Rogers 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.

Joint Meetings

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

Approval of Agenda

The Boards reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda, as amended to remove item 4.b. the Termination of Management Services Contract with Pinnacle Consulting Group, Inc.

PUBLIC COMMENT

None

CONSENT AGENDA

Mr. Rogers reviewed the items on the consent agenda with the Boards and advised the Boards that any item may be moved from the consent agenda to the regular agenda upon the request of any director. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

a) Minutes from the November 8, 2022 Special Meeting

LEGAL MATTERS

Approval of Master Services Agreement with CliftonLarsonAllen, LLP Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Master Services Agreement with CliftonLarsonAllen, LLP.

Termination of Management Services Contract with Pinnacle Consulting Group, Inc. Removed from the Agenda.

Approval of Independent Contractor Agreement with Advanced HOA Management Inc. for District Management Services Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Independent Contractor Agreement with Advanced HOA Management Inc. for District Management Services.

BOND MATTERS

None.

OTHER BUSINESS

Mr. Rogers provided an update on the certification of improvements, noting landscaping and open space tracts fencing can be accepted for ownership and ongoing maintenance by the District. Completion of the improvements is anticipated in the first quarter.

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.

Scott D. Robbins
Scott D. Robbins (Dec 13, 2023 13:44 MST)

Secretary for the Meeting, PTARMIGAN WEST METROPOLITAN DISTRICT NOS. 1-3

The foregoing minutes were approved on the 9th day of November, 2023.