MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

 OF THE

 WINDLER PUBLIC IMPROVEMENT AUTHORITY

 Held: Thursday, April 21, 2022, at 12:10 p.m., 5750 DTC Parkway, Suite 210, Greenwood Village, Colorado and via zoom link.

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| Attendance | The regular meeting of the Board of Directors (the “Board”) of the Windler Public Improvement Authority (the “Authority”) was called and held as shown in accordance with the Colorado law. The following directors confirmed their qualification to serve on the Board:Chris Fellows (via Zoom)Tim O’Connor (via Zoom)Tom Kaufman (via Zoom)Absent (Excused):None.Also present were Matt Ruhland and Joe Norris of Cockrel Ela Glesne Greher & Ruhland, P.C (via Zoom); Diane Wheeler of Simmons & Wheeler, P.C. (via Zoom); Barney Fix of Merrick & Company (via Zoom); Megan Murphy and Clint Waldron (via Zoom) of White Bear Ankele Tanaka & Waldron; and Dustin Anderson, Alberta Development. |
| Call to Order | President Fellows noted that a quorum of the Board was present and the directors confirmed their qualifications to serve. |
| Disclosure Matters | Mr. Ruhland advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Mr. Ruhland reported that written disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State prior to the meeting. The Board reviewed the agenda for the meeting, following which each director confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required by Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act. |
| Approval of Agenda | Following discussion and upon motion made by President Fellows, seconded by Director O’Connor and unanimously carried, the Board approved the agenda as amended.  |
| Public Comment | None. |
| Meeting Minutes | Mr. Ruhland presented the Board with the March 17, 2022 Meeting minutes. Upon motion duly made by President Fellows, seconded by Director Kaufman and unanimously carried, the Board approved the minutes from the March 17, 2022 Meeting as presented. |
| Financial Report | The first quarter financials were deferred.Ms. Wheeler presented the claims in the amount of $665,570.42 for payment. Upon motion duly made by President Fellows, seconded by Director Kaufman and unanimously carried, the Board approved the payment of claims as presented. |
| Requisition of Funds No. 9 | Mr. Fix presented the Requisition of Funds No. 9 in the amount of $663,574.52. Following discussion, a motion duly made by President Fellows, seconded by Director Kaufman, the Board approved the Requisition of Funds No. 9. |
| Services Agreement with Civitas regarding Bridge Design and Project Signage Locations | Mr. Fix presented the Board with the Services Agreement with Civitas regarding Bridge Design and Project Signage Locations. Following discussion, a motion duly made by President Fellows, seconded by Director O’Connor, the Board approved Services Agreement with Civitas regarding Bridge Design and Project Signage Locations, subject to final review and negotiation. |
| Agreement with American SpiralWeld Pipe Company, LLC regarding 24” Water Relocation | Mr. Fix presented the Board with the Agreement with American SpiralWeld Pipe Company, LLC regarding 24” Water Relocation. Following discussion, a motion duly made by President Fellows, seconded by Director O’Connor, the Board approved the Agreement with American SpiralWeld Pipe Company, LLC regarding 24” Water Relocation. |
| Resale Agreement with OTB Supply, Inc. regarding 24” and 36” Valves | Mr. Fix presented the Board with the Resale Agreement with OTB Supply, Inc. regarding 24” and 36” Valves. It was noted that President Fellows, Mr. Fix and Mr. Ruhland are continuing to negotiate this agreement. Following discussion, a motion duly made by President Fellows, seconded by Director Kaufman, the Board approved the Resale Agreement with OTB Supply, Inc. regarding 24” and 36” Valves, subject to final review and negotiation, subject to final review and negotiation. |
| Storage and Delivery Agreement with OTB Supply, Inc. regarding 24” and 36” Valves | Mr. Fix presented the Board with the Storage and Delivery Agreement with OTB Supply, Inc. regarding 24” and 36” Valves. It was noted that President Fellows, Mr. Fix and Mr. Ruhland continue to negotiate this agreement. Following discussion, a motion duly made by President Fellows, seconded by Director Kaufman, the Board approved the Storage and Delivery Agreement with OTB Supply, Inc. regarding 24” and 36” Valves. |
| Cost Sharing Agreement between the Authority, Windler Metropolitan District, Green Valley Ranch East Metropolitan District No. 6, GVP Windler, LLC and Clayton properties Group II, Inc. | Mr. Ruhland noted that this Cost Sharing Agreement was previously approved; however, there have been a few minor edits made. Mr. Ruhland presented the Board with the revised Cost Sharing Agreement between the Authority, Windler Metropolitan District, Green Valley Ranch East Metropolitan District No. 6, GVP Windler, LLC and Clayton properties Group II, Inc. Following discussion, a motion duly made by President Fellows, seconded by Director Kaufman, the Board approved the Cost Sharing Agreement between the Authority, Windler Metropolitan District, Green Valley Ranch East Metropolitan District No. 6, GVP Windler, LLC and Clayton properties Group II, Inc. |
| Resolution Authorizing Integrated Project Delivery for procurement of construction of public improvements in the Windler Homestead development | Mr. Norris presented the Resolution Authorizing Integrated Project Delivery for procurement of construction of public improvements in the Windler Homestead development. Following discussion, a motion duly made by President Fellows, seconded by Director O’Connor, the Board approved the Resolution Authorizing Integrated Project Delivery for procurement of construction of public improvements in the Windler Homestead development. |
| Construction Update | Mr. Fix provided updates on the bidding process.  |
| Other Matters | None. |
| Adjournment | There being no further business to come before the Board the meeting was adjourned.  |

 

Secretary for the Meeting