MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

WINDLER PUBLIC IMPROVEMENT AUTHORITY

Held: Thursday, July 28, 2022, at 12:00 p.m., 5750 DTC Parkway, Suite 210, Greenwood Village, Colorado and via zoom link.

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| Attendance | The special 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  Tim O’Connor  Tom Kaufman (via Zoom)  Absent (Excused):  None.  Also present were Joe Norris of Cockrel Ela Glesne Greher & Ruhland, P.C. (via Zoom); Diane Wheeler of Simmons & Wheeler, P.C.; Barney Fix of Merrick & Company (via Zoom); Megan Murphy of White Bear Ankele Tanaka & Waldron (via Zoom). |
| 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. Norris advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Mr. Norris 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, a motion was made, second and unanimously carried, the Board approved the agenda. |
| Public Comment | None. |
| Meeting Minutes | The Board reviewed the June 17, 2022 Meeting Minutes. Following discussion, a motion was made, second and unanimously carried, the Board approved the Minutes from the June 17, 2022 Meeting as presented. |
| Financial Report | Ms. Wheeler then presented the claims in the amount of $758,00 for payment. Following discussion, a motion was made, second and unanimously carried, the Board approved the payment of claims as presented. |
| Requisition of Funds No. 12 | Mr. Fix presented the Requisition of Funds No. 12 in the amount of $843,900.29. Following discussion, a motion was made, second and unanimously carried, the Board approved the Requisition of Funds No. 12. |
| Services Agreement with Civitas regarding Windler Village North Open Space and Public Realm | Mr. Fix presented the Board with the Services Agreement with Civitas regarding Windler Village North Open Space and Public Realm. Following discussion, a motion was made, second and unanimously carried, the Board approved the Services Agreement with Civitas regarding Windler Village North Open Space and Public Realm. |
| Services Agreement with Civitas regarding Windler Village South Open Space and Public Realm | Mr. Fix presented the Board with the Services Agreement with Civitas regarding Windler Village North Open Space and Public Realm. Following discussion, a motion was made, second and unanimously carried, the Board approved the Services Agreement with Civitas regarding Windler Village South Open Space and Public Realm. |
| Services Agreement with Civitas regarding Windler-North Park Site Plan Submittal Preparation, Design Development, and Construction Documents | Mr. Fix presented the Board with the Services Agreement with Civitas regarding Windler Village North Open Space and Public Realm. Following discussion, a motion was made, second and unanimously carried, the Board approved the Services Agreement with Civitas regarding Windler-North Park Site Plan Submittal Preparation, Design Development, and Construction Documents. |
| Service Agreement with Felsburg Holt & Ullevig regarding Windler Traffic Development Support | Director Fellows presented the Board with the Services Agreement with Felsburg Holt & Ullevig regarding Windler Traffic Development Support. Following discussion, a motion was made, second and unanimously carried, the Board approved the Services Agreement with Felsburg Holt & Ullevig regarding Windler Traffic Development Support |
| Discussion of Integrated Project Delivery Proposals | Mr. Fix presented to the Board Integrated Project Delivery Proposal. Following discussion, the Board agreed to defer action until a future meeting. |
| Construction Update | None. |
| Other Matters | None. |
| Adjournment | There being no further business to come before the Board the meeting was adjourned. |
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Secretary for the Meeting