



**RECORD OF PROCEEDINGS
MINUTES OF THE JOINT ORGANIZATIONAL MEETING
OF THE BOARDS OF DIRECTORS OF
WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 8, 9, & 10**

HELD: Friday, November 02, 2018, at 1:30 p.m. at 6795 Crystal Downs Drive, Windsor, Colorado 80550

ATTENDANCE:

The joint meeting of the Boards of Directors of the Windsor Highlands Metropolitan District Nos. 8, 9 & 10 (collectively, the "Board") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Martha Turner
Jon Turner

Andy Krill
Emily Kupec

Director Christopher Frye was not present, absences excused.

Guy Johnson and Jackie Johnson from the District, and David O'Leary from Spencer Fane were also present.

CALL TO ORDER:

Jon Turner called the meeting to order at 1:30 p.m.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:

All of the Board members are registered to vote in Colorado and are residents and/or owners of taxable real or personal property within the Districts. The Board was informed that the official bonds had been obtained and that all of the Board members had been administered the Oaths of Office. Thereupon, the directors assumed their duties as members of the Board of Directors.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Guy Johnson discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and the Secretary of the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director is to verbally reveal his potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise.

DISCUSSION OF OPEN MEETING REQUIREMENTS/POSTING REQUIREMENTS:

Guy Johnson discussed the open meeting requirements and the posting requirements for the Districts, noting that any non-social meeting of three or more of the directors constituted an official meeting, and that notice of a meeting for the Districts is to be (1) provided to each Board member, and (2) posted in at least three public places within the Districts at least 72 hours in advance of the meeting, and (3) at the same time, a copy of such notice is to be posted at the office of the County Clerk and Recorder. If possible, the posting should include specific agenda information. Mr. Johnson further noted that notice of this joint organizational meeting had been so posted.

APPROVAL OF AGENDA:

The Board reviewed the agenda,

Upon motion was made by Director Jon Turner and seconded by Director Emily Kupec unanimously carried to approve the agenda.

PUBLIC COMMENTS: (Public comments is open form, District tries to get all comments in minutes)

The Board stated with no Public present this portion of the meeting was closed.

PUBLI HEARING ON PETITION FOR INCLUSION OF PROPERTY:

Director Jon turner made a motion to Open the Public Hear, and was seconded by Director Emily Kupec unanimously carried to Open the public Hearing to Petition for Inclusion, Mr. O’Leary stated the Board of Directors was petitioning to include District 8, 9 & 10.

Director Jon turner made a motion to Close the Public Hear, and was seconded by Director Emily Kupec unanimously carried to Close the public Hearing to Petition for Inclusion,

APPROVAL OF RESOLUTION APPROVING THE PETTION FOR INCLSUION OF PROPERTY:

Upon motion duly made by Director Jon Turner and seconded by Director Martha Turner unanimously carried, the Board approved the Inclusion of Windsor Highlands Metro District 8, 9 & 10

LEGAL:

Mr. O’Leary stated he had nothing else to add.

OTHER MATTERS:

Mr. Johnson stated at this time with the Inclusion approved, the District would need to open a checking account for Windsor Highlands Metro District 8, 9, & 10. Jon Turner stated the signers on the account should be Jon Turner, Emily Kupec and Dino DiTullio.

Upon motion duly made by Director Jon Turner and seconded by Director Martha Turner unanimously carried, the Board approved for the District open a checking account at 1st Bank for Windsor Highlands Metro District 8, 9, & 10 with the signers to be Jon Turner, Emily Kupec and Dino DiTullio.

The Board took a short break for the meeting minutes to be completed and time to review the meeting minutes

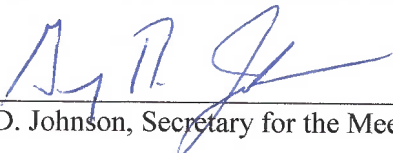
Upon motion duly made by Director Jon Turner, seconded by Director Martha Turner and unanimously carried, the Board approved the meeting minute of the meeting today, Friday, November 02, 2018.

ADJOURNMENT:

Following no further discussion,

Upon motion duly made by Director Jon Turner, and seconded Director Martha Turner and unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Windsor Highlands Metropolitan District Nos. 8, 9, & 10 at 1:55 p.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of Windsor Highlands Metropolitan District Nos. 4 & 5.



Guy D. Johnson, Secretary for the Meeting



NOTICE OF COORDINATED SPECIAL MEETING
WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 8, 9, & 10

NOTICE IS HEREBY GIVEN that a coordinated special meeting of the Boards of Directors of the, Windsor Highlands Metropolitan District No. 8, Windsor Highlands Metropolitan District No. 9 and Windsor Highlands Metropolitan District No. 10, Larimer County, Colorado, will be held at the Windsor Highlands Metropolitan District Pool/Clubhouse, 6795 Crystal Down Drive, Windsor, Colorado 80550 on **November 02, 2018 at 1:30 p.m.** The meeting is open to the public.

WHMD Nos. 8, 9 & 10 BOARD OF DIRECTORS

Jonathan A. Turner, President/Chairman	Term Expires: May 2022
Christopher Frye, Secretary/Treasurer	Term Expires: May 2022
Martha Turner, Vice Chair, Asst Sec'y/Tres.	Term Expires: May 2020
Andrew Krill, Vice Chair, Asst Sec'y/Tres.	Term Expires: May 2020
Emily Kupec, Vice Chair, Asst Sec'y/Tres.	Term Expires: May 2020

AGENDA

1. Call Meeting to Order and introductions.
2. Attendance/ Declaration of Quorum /Combined District Meeting/ Meeting Notice, Director Qualifications/Disclosure Matters/Oath of Office if needed.
3. Consider Approval of Agenda
4. Public Comments. Comments are limited to three (3) minutes
5. Conduct Public Hearing on the Petitions for Inclusion of property into Windsor Highlands Metropolitan District 8, 9, & 10
 - a. Consider Resolutions approving Petition for Inclusion of property into Windsor Highlands Metropolitan District 8, 9, & 10
6. District Legal Counsel Report.
7. Any other matters to come before the Boards.
8. Adjourn.

The Board has determined to meet at the location stated above and such meeting location shall remain applicable for all future meetings until otherwise determined by the Board.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 8, 9 AND 10

By: /s/ Guy Johnson, District Manager