

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WEEMS NEIGHBORHOOD METROPOLITAN DISTRICT

Held: May 18, 2023 at 2:00 p.m. via teleconference.

**Attendance**

A Special Meeting of the Board of Directors of the Weems Neighborhood Metropolitan District, County of Boulder, Colorado (“**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:

Kent Pedersen  
Keenan Tompkins  
Debra Hessler  
Jennifer Thornbloom  
Jonathan B. Beckwitt

Also present were:

Audrey Johnson, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Leona Andrews, Heather Star and John Fields, MSI, LLC.

**Call to Order**

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest Disclosures**

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

**Approval of Agenda**

Ms. Johnson presented the Agenda to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the Agenda as presented.

**Public Comment:** None

**Election of Officers** The Board engaged in general discussion regarding the election of officers. Following discussion, upon a motion duly made and seconded, the Board elected Director Kent Pedersen as President, Director Keenan Tompkins as Vice President, Director Debra Hessler as Secretary / Treasurer, Jonathan B. Beckwitt as Assistant Secretary, and Director Jennifer Thornbloom as Assistant Secretary.

**Consent Agenda** Ms. Johnson reviewed the items on the consent agenda with the Board. Ms. Johnson advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- a. Minutes from October 19, 2022 Special Meeting
- b. Resolution Designating Meeting Notice Posting Location
- c. License Agreement with Lennar Colorado LLC for Snow Removal
- d. Agreement for Management Services with MSI, LLC.

### **Development Matters**

**Development and Construction Updates** The Board engaged in general discussion regarding the completion of the development for Filing No. 1. The board also discussed how the development in Filing No. 2 continues to move forward.

### **Financial Matters**

**Approval of Claims / Financials (if needed)** None.

### **Legal Matters**

**Approval of Resolution Concerning the Imposition of an Operations Fee** Ms. Johnson presented the Resolution Concerning the Imposition of an Operations Fee to the Board. After discussion, upon a motion duly made and seconded, the Board unanimously approved the fee resolution.

### **Other Matters**

The Board discussed the scope of work for the Independent Contractor Agreement for Management Services with MSI, LLC. Upon discussion,

the Board requested an expansion of the scope of work to include design review services.

**Other Business**

The next meeting is scheduled for October 19, 2023 at 11:00 a.m.

**Adjourn**

There being no further business to come before the Board and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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



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Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 13<sup>th</sup> day of November, 2023.