

**COOPER CREEK VILLAGE METROPOLITAN DISTRICT NOS. 1 – 5
2025 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

WHEREAS, the Boards of Directors (the “Boards”) of Cooper Creek Village Metropolitan District Nos. 1-5 (the “Districts”) are required to perform certain administrative obligations during each calendar year to comply with certain statutory requirements, as further described below, and to assure the efficient operations of the Districts; and

WHEREAS, the Boards desire to set forth such obligations herein and to designate, where applicable, the appropriate person or person(s) to perform such obligations on behalf of the Districts; and

WHEREAS, the Boards further desire to acknowledge and ratify herein certain actions and outstanding obligations of the Districts.

NOW, THEREFORE, THE BOARDS OF DIRECTORS OF COOPER CREEK VILLAGE METROPOLITAN DISTRICT NOS. 1 – 5 HEREBY RESOLVE AS FOLLOWS:

1. The Boards direct the District Manager to prepare and file either an accurate map of the Districts’ boundaries, as specified by the Colorado Division of Local Government (the “Division”), or a notice that the Districts’ boundaries have not changed since the filing of the last map for the Districts, with the Division, the Grand County Clerk and Recorder and Grand County Assessor on or before January 1, 2025, as required by Section 32-1-306, C.R.S.

2. Pursuant to Section 24-32-116(3)(b), C.R.S, the Boards direct legal counsel to update the Division with any of the following information previously provided to the Division, in the event such information changes: (i) the official name of the Districts; (ii) the principal address and mailing address of the Districts; (iii) the name of the Districts’ agent; and (iv) the mailing address of the Districts’ agent.

3. The Boards direct legal counsel to prepare, no more than sixty (60) days prior to and not later than January 15, 2025, the Districts’ annual transparency notice containing the information set forth in Section 32-1-809(1), C.R.S., and to provide such notice to the eligible electors of the Districts in one of the manners set forth in Section 32-1-809(2), C.R.S. In addition, legal counsel is directed to file a copy of the notice with the Grand County Board of County Commissioners, the Grand County Assessor, the Grand County Treasurer, the Grand County Clerk and Recorder’s Office, the Winter Park Town Council (“Town Council”), and the Division as set forth in Section 32-1-104(2), C.R.S. A copy of the notice shall be made available for public inspection at the principal business office of the Districts.

4. The Boards direct the Districts’ accountant to (i) submit proposed 2026 budgets for the Districts to the Boards by October 15, 2025; (ii) schedule public hearings on the proposed budgets; (iii) prepare final budgets appropriating moneys and fixing the rate of any mill levy;(iv) prepare budget resolutions, including certifications of mill levies and amendments to the budgets if necessary;(v) certify the mill levies to Grand County on or before December 15, 2025; and (vi) file the approved budgets and amendments thereto with the proper governmental entities in

accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

5. The Boards direct legal counsel to prepare the special district public disclosure statement in accordance with Section 32-1-104.8(2), C.R.S. and record the statement with the Grand County Clerk and Recorder at any such time as a decree or order of inclusion of real property into the District's boundaries is recorded.

6. The Boards direct legal counsel to notify the Town Council of any alteration or revision of the proposed schedule of debt issuance set forth in the financial plan attached to the Districts' Service Plan, as required by Section 32-1-202(2)(b), C.R.S.

7. The Boards hereby direct the Districts' accountant to prepare and file an application for exemption from audit for the applicable Districts with the State Auditor by March 31, 2025, as required by Section 29-1-604, C.R.S.; or, if required by Section 29-1-603, C.R.S., the Boards authorize that an audit of the Districts' financial statements be prepared and submitted to the applicable Boards before June 30, 2025 and filed with the State Auditor by July 31, 2025. In addition, if the Districts have authorized but unissued general obligation debt as of the end of the fiscal year, the Districts' accountant shall cause to be submitted to the Town Council, the Districts' audit report and/or copies of the Districts' application for exemption from audit in accordance with Section 29-1-606(7), C.R.S.

8. If the Districts hold property presumed abandoned and subject to custody as unclaimed property pursuant to the Unclaimed Property Act (§§38-13-101 *et seq.*, C.R.S.), the Boards direct legal counsel to prepare an unclaimed property report that covers the twelve months preceding July 1, 2025 and submit the report to the Colorado State Treasurer by November 1, 2025, in accordance with Section 38-13-401 *et seq.*, C.R.S.

9. The Boards direct the Districts' Accountant and Manager to prepare and submit any continuing annual disclosure report and/or other financial reports and documents required to be filed pursuant to a continuing disclosure agreement and any authorizing resolution, indenture, pledge agreement, loan document, and/or any other document related to the issuance of any general or special obligation bonds, revenue bonds, loans from financial institutions or other multiple fiscal year obligations by the Districts and any refundings thereof.

10. The Boards direct the Districts' accountant to cause the preparation of the annual public securities report for nonrated public securities issued by the Districts and to file the report with the Division within sixty (60) days of the close of the fiscal year, as required by Sections 11-58-101 *et seq.*, C.R.S.

11. The Boards designate the Secretary of the Districts as the official custodian of "public records," as such term is used in Section 24-72-202(2), C.R.S. Public records may also be maintained at the office of Icenogle Seaver Pogue, P.C. and Pinnacle Consulting Group, Inc.

12. The Boards direct legal counsel to advise it on the requirements of the Fair Campaign Practices Act Section 1-45-101 *et seq.*, C.R.S., when applicable.

13. The Boards direct that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in a paper of general circulation within the boundaries of the Districts, or in the vicinity of the Districts if none is circulated within the Districts including, but not limited to, *The Middle Park Times*.

14. The Boards hereby determined that each director on the Boards may not receive compensation for services as directors on a per meeting basis in accordance with Section 32-1-902(3)(a), C.R.S.

15. The Boards hereby determine that each member of the Boards shall execute an Affidavit of Qualification of Director at such time the member is either elected or appointed to the Boards. Such forms shall be retained in the Districts' files. Section 32-1-103(5), C.R.S. sets forth the qualifications required. Pursuant to Section 32-1-901 and Section 24-12-101, C.R.S., the Boards direct legal counsel to prepare, administer and file an oath of office and a certificate of appointment, if applicable, and procure either crime insurance or a surety bond for each Director, and to file such copies with the Grand County Clerk and Recorder, Clerk of the Court, and the Division.

16. The Boards extend the current indemnification resolutions adopted by the Boards for Cooper Creek Metropolitan District Nos. 1-5 on October 31, 2023, to allow the resolutions to continue in effect as written.

17. Pursuant to Section 32-1-1101.5, C.R.S., the Boards direct legal counsel to certify the results of special district ballot issue elections to incur general obligation indebtedness by certified mail to the Town Council and to file a copy of the certification with the Colorado Division of Securities within forty-five (45) days after the election. Furthermore, whenever the Districts authorize or incur a general obligation debt, the Boards authorize legal counsel to record notice of such action and a description of such debt, in a form prescribed by the Division, in the Grand County Clerk and Recorder's office within thirty (30) days after authorizing or incurring the debt in accordance with Section 32-1-1604, C.R.S. Furthermore, whenever the Districts incur general obligation debt, the Boards direct legal counsel to submit a copy of the recorded notice to the Town Council within thirty (30) days after incurring the debt in accordance with Section 32-1-1101.5(1), C.R.S.

18. If requested, the Boards direct legal counsel to prepare and file an application for a quinquennial finding of reasonable diligence with the Town Council in accordance with Section 32-1-1101.5(1.5) & (2), C.R.S.

19. The Boards direct legal counsel to prepare and file the special district annual report in accordance with the Districts' Service Plan and Section 32-1-207(3)(c), C.R.S.

20. The Boards have determined that, legal counsel will file conflicts of interest disclosures provided by Boards' members with the Colorado Secretary of State seventy-two (72) hours prior to each meeting of the Boards, in accordance with Sections 32-1-902(3)(b) and 18-8-308, C.R.S. Annually, legal counsel shall request that each Board member submit updated

information regarding actual or potential conflicts of interest. Additionally, at the beginning of every term, legal counsel shall request that each Board member submit information regarding actual or potential conflicts of interest.

21. The Districts are currently a member of the Special District Association (“SDA”) and are insured through the Colorado Special Districts Property and Liability Pool. The Boards direct the Districts’ Manager to pay the annual SDA membership dues and insurance premiums in a timely manner. The Boards and Districts’ staff will biannually review all insurance policies and coverage in effect, to determine appropriate insurance coverage is maintained.

22. The Boards have reviewed the minutes for Board meetings held from October 31, 2023 through April 23, 2024 attached hereto as **Exhibit A**. The Boards, being fully advised of the premises, hereby ratify and affirm each and every action of the Boards taken at said meetings. Furthermore, the Boards designate the Districts’ Manager or his/her designee as the recording Secretary of the Boards’ meetings.

23. Pursuant to Section 24-6-402(2)(d.5)(II)(E), C.R.S., the Boards hereby declare that all electronic recordings of executive sessions shall be retained for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. The Boards further direct the custodian of the electronic recordings of the executive session to systematically delete all such recordings made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90th) day after the date of the executive session.

24. Pursuant to Section 32-1-104.5(3)(a), C.R.S., the Boards hereby designate the Districts’ official website as www.coopercreekvillagemd.live. The Boards direct District Management to maintain and update the official website of the Districts in compliance with Section 32-1-104.5(3)(a), C.R.S. and the Accessibility Rules in accordance with direction and guidance provided by the Colorado Office of Information Technology.

25. Pursuant to Section 32-1-904, C.R.S., the Boards determined that the office of the Districts shall be at Pinnacle Consulting Group, Inc, 550 W Eisenhower Blvd, Loveland, Colorado.

26. The Districts hereby acknowledge, agree and declare that the Districts’ policy for the deposit of public funds shall be made in accordance with the Public Deposit Protection Act (Section 11-10.5-101 *et seq.*, C.R.S.). As provided therein, the Districts’ official custodian may deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository. For purposes of this paragraph, “official custodian” means a designee with plenary authority including control over public funds of a public unit which the official custodian is appointed to serve. The Districts hereby designate the Districts’ accountant as its official custodian over public deposits.

27. The Boards hereby authorize the Districts’ Manager to execute, on behalf of the Districts, any and all easement agreements pursuant to which the Districts are accepting or acquiring easements in favor of the Districts.

28. Unless otherwise authorized by the Boards at a duly held meeting, the Boards hereby authorize the Boards' President of each District or the Districts' General Manager to approve any Task Orders, Work Orders, and Change Orders (individually, the "Order," collectively, the "Orders") for any District construction contract and service agreement (the "Contract"), provided, that any Order resulting in an increase in the Contract price to be paid by the District(s) is within the District(s) approved budget. Any Orders approved by the Boards' President or District Manager will be ratified by the applicable District's Board at a subsequent meeting of the Board.

(Signature Page Follows.)

ADOPTED AND APPROVED THIS 22nd DAY OF OCTOBER, 2024.

COOPER CREEK VILLAGE METROPOLITAN
DISTRICT NOS. 1 – 5

DocuSigned by:
Charlie Johnson
By: _____
Charles Johnson, President

Signature Page to CCVMD 1-5 2025 Annual Administrative Matters Resolution

EXHIBIT A

**Minutes from Board Meetings Held
Between October 31, 2023 and
April 23, 2024**

MINUTES OF THE COORDINATED
ORGANIZATIONAL MEETING OF
COOPER CREEK VILLAGE METROPOLITAN DISTRICT NOS. 1-5

HELD
October 31, 2023

The Boards of Directors of Cooper Creek Village Metropolitan District Nos. 1-5 held a coordinated organizational meeting, open to the public, at 10:00 a.m., Tuesday, October 31, 2023. Notice of the meeting was posted in one public place within the boundaries of each District.

ATTENDANCE

Directors in Attendance:

Charles Johnson, President
William Johnson, Treasurer/Secretary
Cassie Johnson, Assistant Secretary
Jennifer Johnson, Vice President
Shelby Johnson, Assistant Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Stacie Pacheco; Icenogle Seaver Pogue, P.C.
Andrea Austin
Jeff Miller; Husch Blackwell
Charlotte Roth; Johnson and Repucci LLP

CALL MEETING TO
ORDER

The meeting was called to order at 10:08 a.m. by Mr. Pogue, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

QUALIFICATION OF
BOARD MEMBERS/
OATHS OF OFFICE AND
BONDS/
CONFLICT OF
INTEREST
DISCLOSURE

Mr. Pogue discussed the process of qualifying Board members, affirmed that Oaths of Office had been administered and filed per Colorado law, and confirmed that Performance Bonds had been obtained for the Directors and Treasurer of each District, as required by law, and filed with the District Court and Division of Local Government.

Mr. Pogue further discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Mr. Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

APPROVAL OF
AGENDA/CONFIRM
MEETING

The Boards reviewed the agenda. Upon motion by Director Charles Johnson and seconded by Director William Johnson, the Boards unanimously approved the agenda as presented. Mr. Pogue noted that

LOCATION/POSTING
OF NOTICES

the meeting was being conducted via Zoom as indicated on the agenda and confirmed that notice providing the time, date and video link information was duly posted in advance of the meeting.

FILING OF OATHS OF
OFFICE AND
ORGANIZATIONAL
DOCUMENTS

Mr. Pogue affirmed that Oaths of Office and all documents pertaining to the organization of the Districts had been filed in accordance with Colorado law.

PUBLIC COMMENT ON
MATTERS NOT ON THE
AGENDA

Mr. Pogue opened the meeting for public comment and, noting that no members of the public were present, closed the public comment period.

APPOINTMENT OF
OFFICERS

Mr. Pogue discussed with the Boards the duties of the Officers for the Districts, including the offices of President, Secretary and Treasurer. Upon motion duly made by Director Charles Johnson and seconded by Director Jennifer Johnson, the Boards unanimously selected and approved the Officers of the Districts as follows:

President: Charles Johnson
Treasurer/Secretary: William Johnson
Assistant Secretary: Cassie Johnson
Vice President: Jennifer Johnson
Assistant Secretary: Shelby Johnson

GOVERNMENTAL
IMMUNITY MEMO

Mr. Pogue reviewed with the Boards the Governmental Immunity Memorandum.

INDEMNIFICATION
RESOLUTION

Mr. Pogue reviewed the Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts. Upon motion duly made by Director Charles Johnson and seconded by Director Jennifer Johnson, the Boards unanimously approved the Resolution Providing for the Defense and Indemnification of Directors and Employees of the Districts.

ENGAGEMENT OF
CONSULTANTS

The Boards considered the engagement of District Legal Counsel. Upon motion duly made by Director William Johnson, seconded by Director Charles Johnson, the Boards unanimously approved engagement of District Legal Counsel: Icenogle Seaver Pogue, P.C. Mr. Pogue discussed with the Boards engagement of a District Manager. The Boards deferred engagement of a District Manager until the December meeting of the Boards.

INSURANCE
COVERAGE

Mr. Pogue discussed the insurance requirements with the Boards to obtain insurance coverage through the Colorado Special Districts Property and Liability Pool and join the Special District Association.

Upon motion duly made by Director William Johnson and seconded by Director Charles Johnson, the Boards unanimously approved insurance coverage for Public Official's Liability, General Liability, Directors and Officers Liability, including Workers' Compensation, and membership to the Colorado Special District Association.

SPECIAL DISTRICT
ASSOCIATION

The Boards considered joining the Special District Association. Upon motion duly made by Director William Johnson, seconded by Director Charles Johnson, the Boards unanimously approved joining the Special District Association.

WEBSITE
ESTABLISHMENT

The Boards deferred establishing a District website until the December meeting of the Boards.

WEBSITE POSTING

The Boards deferred listing the District on the Icenogle Seaver Pogue, P.C. website for public viewing until the December meeting of the Boards.

FINANCIAL ITEMS

Mr. Pogue discussed with the Boards the need to establish (1) Form SS-4 Application for Employer Identification Number; (2) Application for Sales Tax Exemption for Colorado Organizations; and (3) Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks. Following discussion, the Boards deferred the approval of the applications for (1) Form SS-4 Application for Employer Identification Number; (2) Application for Sales Tax Exemption for Colorado Organizations; and (3) Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks for the Districts, until the December meeting of the Boards.

2023 PROPOSED
BUDGET HEARING

The Boards deferred the adoption of the 2023 Budgets and approval of a Resolution to Adopt Budgets and Appropriate Sums of Money to the December meeting of the Boards.

2024 PROPOSED
BUDGET HEARING

The Boards deferred the adoption of the 2024 Budgets and approval of a Resolution to Adopt Budgets and Appropriate Sums of Money to the December meeting of the Boards.

DISTRICT CHECKING
ACCOUNT

The Boards determined not to establish a checking account at this time.

CAPITAL
INFRASTRUCTURE

No items to discuss.

LEGAL ITEMS

ORGANIZATIONAL
MATTERS
RESOLUTION

Mr. Pogue reviewed the Organizational Matters Resolution with the Boards. Upon motion duly made by Director Charles Johnson and seconded by Director Jennifer Johnson, the Boards unanimously approved the Organizational Matters Resolution.

MEETING
RESOLUTION

Mr. Pogue reviewed the Resolution Establishing Regular Meeting Dates, Times and Locations, and Designating Locations for Posting of 24-Hour Notices. Upon motion duly made by Director Charles Johnson and seconded by Director Jennifer Johnson, the Boards unanimously approved the 2024 Meeting Resolution.

RESOLUTION
APPROVING PUBLIC
RECORDS POLICY

Mr. Pogue reviewed the Resolution Regarding a Public Records Policy Regarding the Inspection, Retention and Disposal of Public Records, Appointing an Official Custodian, and Adopting Policies and Fees Schedule for the Handling of Records Requests Under the Colorado Open Records Act. Upon motion duly made by Director William Johnson, seconded by Director Charles Johnson, the Boards unanimously approved the Resolution Regarding a Public Records Policy Regarding the Inspection, Retention and Disposal of Public Records, Appointing an Official Custodian, and Adopting Policies and Fees Schedule for the Handling of Records Requests Under the Colorado Open Records Act.

RESOLUTION
APPROVING DATA
PROTECTION POLICY

Mr. Pogue presented the Resolution Adopting Procedures for Protecting and Destroying Customer Information Maintained by the Districts. Upon motion duly made by Director Charles Johnson, seconded by Director William Johnson, the Boards unanimously approved the Resolution Approving a Data Protection Policy.

RESOLUTION
ESTABLISHING
DISTRICT
INVESTMENT POLICY

Mr. Pogue reviewed the Resolution Establishing a District Investment Policy for the District. Upon motion duly made by Director Charles Johnson, seconded by Director Cassie Johnson, the Boards unanimously approved the Resolution Establishing a District Investment Policy.

INTERGOVERNMENTAL
AGREEMENT
CONCERNING
DISTRICT
OPERATIONS

Mr. Pogue reviewed the Intergovernmental Agreement concerning District Operations with the Boards. The Boards deferred the consideration and approval of the Intergovernmental Agreement Concerning District Operations to the December meeting of the Boards.

IMPROVEMENT
ACQUISITION,
ADVANCE AND
REIMBURSEMENT
AGREEMENT

Mr. Pogue reviewed the Improvement Acquisition Advance and Reimbursement Agreement with WCJ Holdings, LLC with the Boards. The Boards deferred the consideration and approval of the Improvement Acquisition Advance and Reimbursement Agreement with WCJ Holdings, LLC to the December meeting of the Boards.

FUNDING AND
REIMBURSEMENT
AGREEMENT

Mr. Pogue reviewed the Funding and Reimbursement Agreement with WCJ Holdings, LLC with the Boards. The Boards deferred the consideration and approval of the Funding and Reimbursement Agreement with WCJ Holdings, LLC to the December meeting of the Boards.

INTERGOVERNMENTAL
AGREEMENT WITH
TOWN OF WINTER
PARK

Mr. Pogue reviewed the Intergovernmental Agreement with the Town of Winter Parks with the Boards. Upon motion duly made by Director Charles Johnson, seconded by Director William Johnson, the Boards unanimously approved the Intergovernmental Agreement with the Town of Winter Park and Cooper Creek Village Metropolitan District Nos. 1-5.

ANNEXATION
AGREEMENT AND
DEVELOPMENT GUIDE
AGREEMENT

Mr. Pogue discussed with the Boards the Annexation Agreement and Development Guide Agreement. Upon motion duly made by Director Charles Johnson, seconded by Director Jennifer Johnson, the Boards unanimously approved the Annexation Agreement and Development Guide Agreement.

ADJOURNMENT

There being no further business to come before the Boards and upon motion and second, the meeting was adjourned at 2:31 p.m.

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

Respectfully Submitted,

DocuSigned by:


0E144439E6D1430...
Stacie L. Pacheco, Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF THE CONTINUED ORGANIZATIONAL MEETING OF COOPER CREEK VILLAGE METROPOLITAN DISTRICT NOS. 1-5

HELD
December 5, 2023

The Continued Organizational Meeting of Cooper Creek Village Metropolitan District Nos. 1-5 was held via MS Teams and Teleconference on Tuesday, December 5, 2023, at 1:00 p.m.

ATTENDANCE

Directors in Attendance:

Charles Johnson, President
Jennifer Johnson, Vice President
William Johnson, Treasurer & Secretary
Cassie Johnson, Assistant Secretary
Shelby Johnson, Assistant Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Tiffany Skoglund, Shannon McEvoy, Amanda Castle, and Andrew Kunkel; Pinnacle Consulting Group, Inc.
Jeff Miller and Andrea Austin; Husch Blackwell, LLP

ADMINISTRATIVE ITEMS

Call to Order: The Continued Organizational Meeting of the Boards of Directors (collectively, the “Boards”) of the Cooper Creek Village Metropolitan District Nos. 1-5 (collectively, the “District”) was called to order by Ms. Skoglund at 1:04 p.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of Cooper Creek Village Metropolitan District No. 1, with concurrence by the Board of Directors of Cooper Creek Metropolitan District Nos. 2-5.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Mr. Pogue noted that a quorum was present, with five out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State’s office and with the District’s Board. Mr. Pogue advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board reviewed the agenda for the meeting, following which each Board Member present confirmed the

RECORD OF PROCEEDINGS

contents of the written disclosures previously made stating the fact and summary nature of any matters as required under 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 Continued Agenda: The Boards considered the approval of the continued agenda. Following review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the continued agenda, as presented.

Public Comment: There were no Public Comments received.

Insurance Requirements (public officials' liability, general liability, directors and officers liability, and workers' compensation) and Resolution to obtain coverage through the Colorado Special Districts Property and Liability Pool: Mr. McEvoy discussed the Insurance Requirements (public officials' liability, general liability, directors and officers liability, and workers' compensation) and the Resolution to obtain coverage through the Colorado Special Districts Property and Liability Pool with the Boards. Following review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution to obtain coverage through the Colorado Special Districts Property and Liability Pool, as presented.

Special District Association: Ms. Skoglund discussed joining the Special District Association with the Boards. Following review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve joining the Special District Association.

District Website: Ms. Skoglund discussed establishing a District Website with the Boards. Following review and discussion, upon a motion duly made by Director William Johnson, seconded by Director Charles Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the establishment of a District Website.

RECORD OF PROCEEDINGS

District Manager and Icenogle Seaver Pogue, P.C. Websites: Ms. Skoglund requested consent for Cooper Creek Village Metropolitan District Nos. 1-5 to be listed on the websites of the District Manager and Icenogle Seaver Pogue, P.C. Following review and discussion, upon a motion duly made by Director William Johnson, seconded by Director Charles Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the listing of Cooper Creek Village Metropolitan District Nos. 1-5 on the websites of the District Manager and Icenogle Seaver Pogue, P.C.

FINANCIAL ITEMS

Form SS-4 Application for Employer Identification Number; (2) Application for Sales Tax Exemption for Colorado Organizations; and (3) Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks: Ms. Castle discussed the Form SS-4 Application for Employer Identification Number; (2) Application for Sales Tax Exemption for Colorado Organizations; and (3) Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks with the Boards. Following review and discussion, upon a motion duly made by Director William Johnson, seconded by Director Charles Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Form SS-4 Application for Employer Identification Number; (2) Application for Sales Tax Exemption for Colorado Organizations; and (3) Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks, as presented.

2023
BUDGET HEARING

Director Charles Johnson opened the 2023 Budget Hearing for Cooper Creek Village Metropolitan District Nos. 1-5. Ms. Castle reported that notice of the budget hearing was published on October 26, 2023, in the Middle Park Times, in accordance with state budget law. Ms. Castle reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions. The budgets for the District are as follows:

District No. 1
General Fund: \$12,000.00
Capital Fund: \$0

District No. 2
General Fund: \$0

RECORD OF PROCEEDINGS

District No. 3
General Fund: \$0

District No. 4
General Fund: \$0

District No. 5
General Fund: \$0

There being no public input, the public portion of the budget hearing was closed. After further review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2023 Budgets for Cooper Creek Village Metropolitan District Nos. 1-5, set the mill levies, and appropriate budgeted funds upon final certification of values being received by the County of Grand on or before January 10, 2024, and approve all other documents related to the 2023 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

2024
BUDGET HEARING

Director Charles Johnson opened the 2024 Budget Hearing for Cooper Creek Village Metropolitan District Nos. 1-5. Ms. Castle reported that notice of the budget hearing was published on October 26, 2023, in the Middle Park Times, in accordance with state budget law. Ms. Castle reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions. The budgets for the District are as follows:

District No. 1
General Fund: \$60,000.00
Capital Fund: \$200,000.00

District No. 2
General Fund: \$0

District No. 3
General Fund: \$0

District No. 4
General Fund: \$0

District No. 5
General Fund: \$0

RECORD OF PROCEEDINGS

There being no public input, the public portion of the budget hearing was closed. After further review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2024 Budgets for Cooper Creek Village Metropolitan District Nos. 1-5, set the mill levies, and appropriate budgeted funds upon final certification of values being received by the County of Grand on or before January 10, 2024, and approve all other documents related to the 2024 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

FINANCIAL
ITEMS CONTINUED

Establishment of a District Checking Account: Ms. Castle discussed establishing a District Checking Account with the Boards and answered questions. It was the direction of the Boards for Pinnacle Consulting Group, Inc. to take the necessary steps to open a District Checking Account with FirstBank Holding Company and to appoint Director W. Johnson, and Director C. Johnson as authorized signors.

LEGAL ITEMS

Intergovernmental Agreement Concerning District Improvements and Operations among Cooper Creek Village Metropolitan District Nos. 1 – 5: Mr. Pouge presented the Intergovernmental Agreement Concerning District Improvements and Operations among Cooper Creek Village Metropolitan District Nos. 1 – 5 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Intergovernmental Agreement Concerning District Improvements and Operations among Cooper Creek Village Metropolitan District Nos. 1 – 5, as amended to remove the word “developer”.

Improvement Acquisition, Advance and Reimbursement Agreement with WCJ Holdings, LLC or its affiliate, and in connection therewith, the issuance of a Subordinate Note to secure repayment of organization costs and capital advances: Mr. Pouge presented the Improvement Acquisition, Advance and Reimbursement Agreement with WCJ Holdings, LLC or its affiliate, and in connection therewith, the issuance of a Subordinate Note to secure repayment of organization costs and capital advances to the Boards and answered questions. Following

RECORD OF PROCEEDINGS

review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Improvement Acquisition, Advance and Reimbursement Agreement with WCJ Holdings, LLC or its affiliate, and in connection therewith, the issuance of a Subordinate Note to secure repayment of organization costs and capital advances, as presented.

Funding and Reimbursement Agreement with WCJ Holdings, LLC or its affiliate, and in connection therewith, the issuance of a Subordinate Note to secure repayment of operating advances: Mr. Pougé presented the Funding and Reimbursement Agreement with WCJ Holdings, LLC or its affiliate, and in connection therewith, the issuance of a Subordinate Note to secure repayment of operating advances to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the Funding and Reimbursement Agreement with WCJ Holdings, LLC or its affiliate, and in connection therewith, the issuance of a Subordinate Note to secure repayment of operating advances, as presented.

OTHER
MATTERS

There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon unanimous vote, the meeting was adjourned at 1:34 p.m.

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

Respectfully submitted,



Andrew Kunkel, Recording Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARDS OF DIRECTORS OF COOPER CREEK VILLAGE METROPOLITAN DISTRICT NOS. 1-5

HELD
April 23, 2024

The Regular Meeting of Cooper Creek Village Metropolitan District Nos. 1-5 was held via MS Teams and Teleconference on Tuesday, April 23, 2024, at 10:00 a.m.

ATTENDANCE

Directors in Attendance:

Charles Johnson, President & Chairperson
Jennifer Johnson, Vice President
William Johnson, Treasurer & Secretary
Cassie Johnson, Assistant Secretary
Shelby Johnson, Assistant Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Tiffany Skoglund, Irene Buenavista, Shannon McEvoy, and Andrew Kunkel; Pinnacle Consulting Group, Inc.

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Ms. Skoglund noted that a quorum was present, with five out of five Directors in attendance. The Regular Meeting of the Boards of Directors (collectively, the “Boards”) of the Cooper Creek Village Metropolitan District Nos. 1-5 (collectively, the “District”) was called to order by Ms. Skoglund at 10:02 a.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of Cooper Creek Village Metropolitan District No. 1, with concurrence by the Boards of Directors of Cooper Creek Village Metropolitan District Nos. 2, 3, 4, and 5.

Director Qualifications/Disclosure of Potential Conflicts of Interest: All Board Members confirmed their qualifications to serve on the Boards. Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State’s office and with the District’s Board. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating

RECORD OF PROCEEDINGS

the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Charles Johnson, seconded by Director Jennifer Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Public Comment for Non-Agenda Items: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Ms. Skoglund reviewed the items on the consent agenda with the Boards. Ms. Skoglund advised the Boards 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 a motion duly made by Director Charlie Johnson, Seconded by Director Cassie Johnson, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Approval of Minutes – December 5, 2023, Continued Organizational Meeting.
-

DISTRICT MANAGER ITEMS

District Manager’s Report: Ms. Skoglund and Ms. Buenavista presented the District Manager’s Report to the Boards and answered questions.

FINANCIAL ITEMS

2023 Audit Exemptions for District Nos. 1-5: Ms. Buenavista presented the 2023 Applications for Exemption from Financial Audit for District Nos. 1-5 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director William Johnson, seconded by Director Charlie Johnson, and upon vote, unanimously carried, it was

RESOLVED to ratify the 2023 Audit Exemptions for District Nos. 1-5, as presented.

RECORD OF PROCEEDINGS

LEGAL ITEMS

District Website Accessibility Resolution: Mr. Pogue and Mr. McEvoy presented the District Website Accessibility Resolution to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director William Johnson, seconded by Director Charlie Johnson, and upon vote, unanimously carried, it was

RESOLVED to approve the District Website Accessibility Resolution, as presented.

DIRECTOR
COMMENT

There were no Director Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Charles Johnson, seconded by Director William Johnson, and upon unanimous vote, the meeting was adjourned at 10:25 a.m.

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

Respectfully submitted,

Andrew Kunkel

Andrew Kunkel, Recording Secretary for the Meeting