

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
VENTANA METROPOLITAN DISTRICT
HELD JUNE 16, 2025**

A Regular Meeting of the Board of Directors (the “Board”) of the Ventana Metropolitan District (the “District”) was convened on Monday, June 16, 2025, at 6:00 p.m. by Zoom video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors Present:

Kevin E. Whatley
Beatriz Juarez-Barrientos
Crystal Gonzalez-Carroll
Mick Schuhmacher

Also Present:

Dominique Devaney and Ryan Stevens; Public Alliance, LLC, District Manager

Tate Crosby; White Bear, Ankele, Tanaka, & Waldron, District General Counsel

Karis Clark; Public Alliance, Assistant District Manager

LaMont Harris; Clifton Larson Allen, District Accountant

Terry Knap, Chad Sholebo, Crystal Warpinski, Mike Warpinski, Noah May, Crystal Carpenter, Mike Laurencelle, Christina Sparks, Valerie, Jillian Kovacs, Baylee Roberts, Nina, Lacey, Mauriana, Rileegh Crafts and Ashly; Residents

**ADMINISTRATIVE
MATTERS**

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Ms. Devaney noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to 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 the statute. Attorney Crosby noted that Disclosure Statements have been filed for all directors. No additional conflicts were disclosed.

Agenda: Ms. Devaney distributed, for the Board's review and approval, a proposed agenda for the District's Regular Meeting.

RECORD OF PROCEEDINGS

Following discussion, and upon motion duly made by Director Juarez-Barrientos, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board approved the agenda as presented.

Appointment of Officers: Following discussion, and upon motion duly made by Director Whatley, seconded by Director Juarez-Barrientos and, upon vote, unanimously carried, the Board appointed the following slate of officers:

President: Kevin E. Whatley

Vice President: Crystal Gonzalez-Carroll

Treasurer: Keisha Layton

Assistant Treasurer/Assistant Secretary: Mick Schuhmacher

Secretary: Beatriz Juarez-Barrientos

Meeting Schedule for the Remainder of 2025: The Board discussed and confirmed the regular meeting schedule for the remainder of 2025, to be held on the third Monday of each month.

Annual Meeting: The Board entered into discussion regarding scheduling the Annual Meeting. The Board determined to schedule the District's Annual Meeting in October, prior to the regular meeting.

Special Meeting: The Board entered into discussion regarding scheduling a Special Meeting. The Board scheduled a Special Meeting for June 27, 2025, at 4:00 p.m.

PUBLIC COMMENTS

Ms. Carpenter expressed concerns regarding rules at the pool and volunteered to serve as a pool monitor.

Mike raised questions regarding Board member stipends.

Mr. May addressed concerns related to recreational amenities including staffing, cleanliness, and gym equipment, and inquired about representation for facility management.

Ms. Warpinski asked general questions regarding covenant enforcement.

Ms. Roberts provided comments.

CONSENT AGENDA

The Board considered the following actions:

RECORD OF PROCEEDINGS

- Approval of Minutes from the May 19, 2025 Regular Meeting
- Acceptance of the Cash Position Schedule and Property Tax Reconciliation
- Approval of Claims Payable

Following discussion, upon motion duly made by Director Whatley, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.

FINANCIAL MATTERS

2024 Audit: Mr. Harris presented the 2024 Audit to the Board.

Following discussion, upon motion duly made by Director Juarez-Barrientos, seconded by Director Whatley and, upon vote, unanimously carried, the Board approved the 2024 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter by the Auditor.

2026 Budget Hearing: The Board discussed the 2026 Budget Hearing.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Juarez-Barrientos and, upon vote, unanimously carried, the Board set the Public Hearing to adopt the 2026 Budget for November 17, 2025, at 6:00 p.m., to be held at 11007 Hidden Prairie Parkway, Fountain, Colorado, and via Zoom.

Waive Penalties During the 3rd Quarter Transition Period: The Board entered into discussion regarding waiving penalties during the 3rd Quarter transition period.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board approved waiving penalties during the 3rd Quarter transition period.

Fee Structure Associated with the Online Payment Processing Platform:

Allocation of E-Payment and ACH Convenience Fees: The Board entered into discussion regarding the allocation of E-Payment and ACH convenience fees, including whether such fees should be passed through to homeowners or absorbed by the District.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Layton and, upon vote, unanimously carried, the Board approved passing E-Payment and ACH convenience fees to homeowners.

Other Financial Matters: There were no other financial matters.

RECORD OF PROCEEDINGS

LEGAL MATTERS

Ventana Community Covenants:

Covenant Enforcement Authority: The Board entered into discussion regarding the District’s covenant enforcement authority. Attorney Crosby clarified the differences between a metropolitan district and a Homeowner’s Association (“HOA”). Ms. Devaney addressed resident questions regarding trail maintenance, mowing, and security system onboarding. Director Whatley raised communication concerns. Attorney Crosby provided an update that she is working with the Declarant for the Covenants to assign enforcement authority to the District. There was general discussion regarding establishing a covenant enforcement committee.

Defect Claim: The Board received an update regarding a pool defect claim. It was noted the matter is under investigation with Rocky Mountain Aquacare providing a resurfacing quote for 2026.

2025 Annual Administrative Resolution: The Board reviewed the 2025 Annual Administrative Resolution.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Layton and, upon vote, unanimously carried, the Board adopted the 2025 Annual Administrative Resolution.

Resolution Adopting a Website Accessibility Policy and Designating a Compliance Officer: The Board reviewed a Resolution Adopting a Website Accessibility Policy and Designating a Compliance Officer.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board adopted the Resolution Adopting a Website Accessibility Policy and Designating a Compliance Officer.

Amended and Restated Public Records Request Policy: The Board reviewed an Amended and Restated Public Records Request Policy.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Layton and, upon vote, unanimously carried, the Board approved the Amended and Restated Public Records Request Policy.

Other Legal Matters: There were no other legal matters.

VENTANA COVENANT COMMITTEE REPORT

Ventana Covenant Committee (“VCC”) Report: There was no discussion at this time.

RECORD OF PROCEEDINGS

MANAGEMENT MATTERS

Manager's Report: Ms. Devaney reviewed the Manager's Report with the Board.

Pool Committee: The Board entered into discussion regarding forming a Pool Committee to explore extended hours and operational support. Attorney Crosby recommended a subcommittee structure to comply with the Colorado Governmental Immunity Act. It was noted Ms. Devaney will coordinate with Board members to define the subcommittee's purpose.

Social Media Sites: Ms. Devaney recommended the creation of official social media pages for one-way District communication. The board directed Public Alliance LLC to establish a Facebook page, and other social media sites as needed.

Suspension of Pool Guest Fee for the 2025 Pool Season: The Board entered into discussion regarding the suspension of a pool guest fee for the 2025 pool season and implementation of access bracelets

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board approved suspending the pool guest fee for the 2025 pool season, with the implementation of wristbands. Ms. Devaney will coordinate distribution with Ms. Clark and explore CPR/First Aid training opportunities with the fire department.

Maintenance in Common Areas:

Payment to District Resident for Mowing Services Performed in Common Areas:
The Board tabled discussion at this time.

Retroactive Billing for Properties Receiving Additional Trash Totes at the District's Expense: The Board entered into discussion regarding retroactive billing for properties receiving additional trash totes at the District's expense. No action was taken by the Board.

Board Stipend: The Board entered into discussion regarding implementing a Board stipend not to exceed \$2,400 per Director per year, or \$100 per meeting, in accordance with applicable statutory requirements.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board approved opting out of implementing a Board stipend at this time.

Other District Management Matters: There were no other District management matters.

RECORD OF PROCEEDINGS


OTHER BUSINESS

There was no other business at this time.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned at 8:45 p.m.

Respectfully submitted,

By  _____
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Secretary for the Meeting