

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
VENTANA METROPOLITAN DISTRICT
HELD SEPTEMBER 22, 2025**

A Special Meeting of the Board of Directors (the “Board”) of the Ventana Metropolitan District (the “District”) was convened on Monday, September 22, 2025, at 6:00 p.m. by Zoom video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors Present:

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

Also Present:

Dominique Devaney and Amy Hord; Public Alliance, LLC, District Manager

Tate Crosby; WBA, PC, District General Counsel

Jessica Harris; Public Alliance, Lifestyle Assistant

LaMont Harris; Clifton Larson Allen, District Accountant

Eric Pickert; RoofConnect

**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 Special Meeting.

Following discussion, and upon motion duly made by Director Whatley, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the agenda.

RECORD OF PROCEEDINGS

PUBLIC COMMENTS

There were no public comments.

GUEST COMMENT

Mr. Pickert led a general discussion with the Board regarding roof installation and warranty offered by RoofConnect. He noted that the contractor provides a five-year warranty.

CONSENT AGENDA

The Board considered the following actions:

- Approved approval of Minutes from July 21, 2025 Regular Meeting and Annual Meeting.
- Accepted Cash Position Schedule and Property Tax Reconciliations
- Approved Claims Payable.
- Ratified approval of 2024 Audit Engagement Letter with BiggsKofford, P.C. to prepare 2024 audit.
- Ratified approval of proposal from Rocky Mountain AquaCare for pool maintenance services, providing four (4) hours of care per day at a rate of \$150 per day, seven (7) days a week, for the duration of the 2025 pool season.
- Ratified approval of Landscape Maintenance Agreement between the District and Environmental Designs, Inc., in the amount of \$6,419.24.

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

FINANCIAL MATTERS

2026 Budget: The Board discussed scheduling the 2026 Budget Work Session and the assignment of volunteers. It was determined that the Work Session will include Mr. Harris, Ms. Devaney, Ms. Hord, Director Layton, and Director Whatley. Following discussion, the Board confirmed that the 2026 Budget Hearing will be held on November 17, 2025.

2024 Audit: The Board noted that the audit is expected to be finalized and signed off on in the coming days.

Other Financial Matters: There were no other financial matters.

LEGAL MATTERS

Ventana Community Covenants:

Covenant Enforcement Authority: The Board entered into discussion regarding the District's covenant enforcement authority.

RECORD OF PROCEEDINGS

Amended and Restated Resolution Regarding Policies, Procedures, and Penalties for Enforcement of the Governing Documents: The Board reviewed the Amended and Restated Resolution Regarding Policies, Procedures, and Penalties for Enforcement of the Governing Documents.

Following discussion, upon motion duly made by Director Gonzalez-Carroll, seconded by Director Layton and, upon vote, unanimously carried, the Board adopted the Resolution.

Amended and Restated Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Covenant Enforcement Charges: The Board reviewed the Amended and Restated Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Covenant Enforcement Charges.

Following discussion, upon motion duly made by Director Whatley, seconded by Director Gonzalez-Carroll and, upon vote, unanimously carried, the Board adopted the Resolution.

Other Legal Matters: There were no other legal matters.

MANAGEMENT MATTERS

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

Clubhouse Cleaning: The Board reviewed proposals for Clubhouse Cleaning Services twice weekly from October-May. Following discussion, the Board approved continuing with the existing contract.

Proposal from Environmental Designs, Inc. for Snow Removal Services: The Board reviewed a proposal from Environmental Designs, Inc. for snow removal services. The Board requested additional contract proposals.

Proposal from Environmental Designs, Inc. for Playground Bed Conversion The Board reviewed a proposal from Environmental Designs, Inc. for playground bed conversion in the amount of \$15,495.95. It was noted, per the District's accountant, CliftonLarsonAllen, that the project must be deferred to the 2026 budget year.

2026 Landscape and Capital Projects Walk: The Board discussed and considered designating volunteers to accompany Environmental Designs, Inc. on a District walk to review proposed 2026 landscape and capital projects. Following discussion, the Board designated Ms. Hord to walk the District with a representative of Environmental Designs, Inc., and Director Whatley.

RECORD OF PROCEEDINGS

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

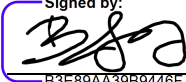
OTHER BUSINESS

Following a brief discussion regarding a resident request for suspension of fees during military deployment, the Board reaffirmed the provisions of the District's Service Plan and determined that no fees will be waived for any resident.

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 7:45 p.m.

Respectfully submitted,

By  _____
Signed by:
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Secretary for the Meeting