

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE LUPTON VILLAGE RESIDENTIAL METROPOLITAN DISTRICT

Held: Wednesday, May 25, 2023, at 4:00 PM by video conference.

Attendance

The special meeting of the Board of Directors of the Lupton Village Residential Metropolitan District was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

William J. Johanningmeier
Andrew Gerk
Jeana Hughes
Bradly Kaatz
Jordan Wipf

Absent and Excused:
None

Also present:
Stephanie Johnson; Centennial Consulting Group, LLC
Michael Davis, Marisa Davis, and Hilary Adams; Law Office of
Michael E. Davis, LLC
Charles Wolfersberger, Jessica Reynolds, Anne Marie;
Wolfersberger, LLC

Members of the Public:
Fred Croci
Luke Rusch
Gayl McCauley-Suits
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Call to Order

Mr. Davis called the meeting to order at 4:05 PM.

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Declaration of Quorum/
Conflicts Disclosures

Declaration of Quorum: Mr. Davis noted that a quorum of the Board was present, and the Directors confirmed their qualification to serve. Mr. Davis advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of 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.

May 02, 2023 Minutes

Following discussion, upon a motion made by Director Hughes and seconded by Director Johannningmeier, upon vote the Board unanimously approved the consent agenda as presented including the May 2, 2023 meeting minutes.

Election of Officers

Following discussion, upon a motion made by Director Kaatz, and seconded by Director Hughes, upon vote the Board approved with four (4) votes in favor and one (1) vote to abstain, the appointment of Director Hughes as President.

Following discussion, upon a motion made by Director Hughes, and seconded by Director Kaatz, upon vote the Board unanimously approved, the appointment of Director Wipf as Treasurer.

Following discussion, upon a motion made by Director Hughes, and seconded by Director Wipf, upon vote the Board unanimously approved, the appointment of Director Kaatz as Secretary.

Following discussion, upon a motion made by Director Wipf, and seconded by Director Hughes, upon vote the Board unanimously approved, the appointment of Directors Johannningmeier & Gerk as Assistant Secretary.

Public Comment

Ms. McCauley-Suits asked questions regarding the District Board of Directors responsibilities to the District, how Board members were elected, how notification was to be sent to owners regarding Board meetings, and indicated that she believed anyone passing out information regarding the election should have provided background on those running for the Board to make a more educated vote for the electors.

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Following discussion, upon a motion made by Director Hughes, and seconded by Director Gerk, upon vote the Board unanimously approved sending emails about the details of all Board Meetings to all owners no later than 72 hours in advance of each meeting, if feasible.

Presentation by Charles Wolfersberger's firm

Mr. Wolfersberger presented information regarding Wolfersberger, LLC's management and accounting services and took questions from the Board.

Following the above presentation, Ms. Johnson provided background to the Board on Centennial Consulting Group's services.

Consider engagement in a new contract for Management and Accounting Services

Following discussion, upon a motion made by Director Hughes, and seconded by Director Wipf, upon vote the Board approved with three (3) votes in favor, one (1) vote opposed, and one (1) vote to abstain to enter into a contract for management and accounting services with Wolfersberger, LLC's beginning July 1, 2023.

Wolfersberger indicated that their 1st month of service would be at no charge. Mr. Davis reported he would work with Mr. Wolfersberger to review the contract and get it to the Board President for signature.

Consider termination of the current Management & Accounting Services Contract

Following discussion, upon a motion made by Director Hughes, and seconded by Director Wipf, upon vote the Board approved with three (3) votes in favor, one (1) vote opposed, and one (1) vote to abstain terminate the contract with Centennial Consulting Group, LLC effective July 31, 2023.

Mr. Davis reported he would get a termination letter drafted for presentation to Centennial Consulting Group, LLC and get it to the Board President for signature.

Other Business

Mr. Davis reported on the status of the 2022 Audit. He indicated that the audit was being wrapped up and that another special meeting would need to be called to approve the Audit.

Director Kaatz asked for confirmation that all documents would be turned over to the new management company during transition including all dates and status of tracts turned over to the District and status and dates of all landscape warranties.

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The Board was asked to add the following items on the next meeting's agenda:

- The possibility of allowing homeowners to attend the Board meetings in person.
- Discussion about why trees were being installed right in front of the residential homes' kitchen windows so near to the home's plumbing.

Adjournment

Upon a motion made by Director Hughes, and seconded by Director Kaatz, the Board unanimously moved to adjourn the meeting at 5:39 PM.

DocuSigned by:

Brad Kaatz

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Secretary of the meeting