

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
PENRITH PARK METROPOLITAN DISTRICT**

Held: Wednesday, July 16, 2025, at 11:00 a.m.

A special meeting of the Board of Directors of the Penrith Park Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, July 16, 2025, at 11:00 a.m. virtually via video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

John P. Vitella
Michael Dunn
Christopher Clemens
Eva Gergely

Director Marshall was absent and excused

Also present were:

Suzanne Meintzer, Esq. and Kalen Hilliker, Esq.; McGeady Becher Cortese Williams P.C.
James Shultz; Marchetti & Weaver, LLC
Ryan Stevens, Public Alliance
Kurt C. Schlegel; Special District Solutions, Inc.

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest:

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested 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 statute. Mr. Schlegel noted that disclosures of potential conflicts of interest were filed with the Secretary of State for Directors Vitella and Dunn, and no new conflicts of interest were disclosed at the meeting.

Quorum / Meeting Location and Manner / Posting of Notices / Agenda:

Mr. Schlegel confirmed the presence of a quorum. Director Vitella was appointed as acting President for this meeting.

Mr. Schlegel reported that the Meeting Notice and Agenda was posted to the District’s website at least 24-hours prior to the meeting, all in accordance with statute, and that no objections or any

requests that the meeting venue be changed were received from taxpaying electors within its boundaries.

Director Clemens requested that the issue of landscape maintenance for open space tracts be added to the Agenda. Upon a motion duly made by Director Vitella, seconded by Director Clemens, and upon vote unanimously carried, the Agenda was approved, as amended.

Meeting Minutes:

Following discussion, upon motion duly made by Director Clemens, seconded by Director Dunn, and upon vote unanimously carried, the Board approved the Minutes of the October 18, 2024 Regular Meeting and the March 7, 2025 Special Meeting.

2025 Election:

Mr. Schlegel reported to the Board that the May 6, 2025 election was cancelled, as allowed pursuant to statute, as there were not more candidates than seats available. Christopher Clemens and Eva Gergely were each deemed elected to respective 4-year terms ending in 2029.

Appointment of Officers:

Upon motion duly made by Director Vitella, seconded by Director Dunn, and upon vote unanimously carried, the Board appointed of the following slate of Officers:

President:	James E. Marshall
Treasurer:	Michael Dunn
Assistant Secretary:	John Vitella
Assistant Secretary:	Christopher Clemens
Assistant Secretary:	Eva Gergely

PUBLIC COMMENT

None.

FINANCIAL MATTERS

Payment of Claims:

Mr. Shultz presented the claims for the Board’s review and ratification. Upon a motion duly made by Director Clemens, seconded by Director Vitella, and upon vote unanimously carried, the Board ratified and approved the payment of claims in the amount of \$24,964.69.

Unaudited Financial Statements and Cash Position:

Mr. Shultz reviewed the unaudited financial statements and cash position for the period ending June 30, 2025 with the Board. Following discussion, upon motion duly made by Director Clemens, seconded by Director Dunn, and upon vote unanimously carried, the Board accepted the unaudited financial and cash position statements.

2024 Audit:

Mr. Shultz presented the draft 2024 Audit for the Board.

Following review and discussion and upon a motion duly made by Director Vitella, seconded by Director Dunn, and upon vote unanimously carried, the Board approved the 2024 Audit subject to final review, and directed the District’s Accountant to file the 2024 Audit with the State Auditor’s Office no later than July 31, 2025.

LEGAL MATTERS

Termination of Operation Funding Agreement with Penrith Park Joint Venture LLC:
Deferred.

Termination of Facilities Acquisition and Reimbursement Agreement with Penrith Park Joint Venture LLC:
Deferred.

Maintenance of Tracts C and J:
Director Clemens reported to the Board that he has been contacted by the Manager for the Homeowner’s Association (“HOA”) with a request to mow and maintain the two open space tracts that belong to the Metropolitan District. Mr. Schlegel stated that he has requested and received a quote from Sirius Landscaping to mow Tract C and spray Tract J to control the weed growth. The Director discussed several alternatives to accomplish these tasks. Following discussion and upon a motion duly made by Director Dunn, seconded by Director Clemens, and upon vote unanimously carried, the Board approved the quote with Sirius Landscaping for a one-time mowing and spraying of these areas at a cost of \$1,325.00.

Executive Session:
It was determined that an executive session was not necessary.

ADJOURNMENT

There being no further business coming before the Board, upon motion duly made, and upon vote unanimously carried, the meeting was adjourned.

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

Signed by:
Ryan Stevens

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Secretary