

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF TURION METROPOLITAN DISTRICT NOS. 1-6

HELD  
July 26, 2024

The Boards of Directors of the Turion Metropolitan District Nos. 1 – 6 held a special meeting via MS Teams and Teleconference on Friday, July 26, 2024, at 10:00 a.m.

### ATTENDANCE

#### Directors in Attendance:

Robert Eck, President & Chairperson  
Donald Guerra, Assistant Secretary

#### Directors Absent but Excused:

Bradley Lenz, Secretary & Treasurer

#### Also in Attendance:

Deborah Early; Icenogle Seaver Pogue, P.C.  
Alison Gorsevski; Lyons Gaddis  
Tiffany Skoglund and Andrew Kunkel; Pinnacle Consulting Group, Inc.

### ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Ms. Skoglund noted that a quorum was present with two out of three Directors in attendance. The Special Meeting of the Boards of Directors (collectively, the “Boards”) of the Turion Metropolitan District Nos. 1-6 (collectively, the “District”) was called to order by Ms. Skoglund at 10:05 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 Turion Metropolitan District No. 1, with concurrence by the Boards of Directors of Turion Metropolitan District Nos. 2, 3, 4, 5 and 6, as applicable.

Director Qualifications/Disclosure of Potential Conflicts of Interest: All Board Members confirmed their qualifications to serve on the Boards. Ms. Early 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

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to this meeting in accordance with statute. It was noted by Ms. Early that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Eck, seconded by Director Guerra, 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.

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### CONSENT AGENDA

Ms. Skoglund reviewed the items on the consent agenda with the Boards. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Eck, Seconded by Director Guerra, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Minutes – February 2, 2024, Special Meeting, March 28, 2024, Special Meeting, June 19, 2024, Special Meeting
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### LEGAL ITEMS

Purchase of Windy Gap Units: Ms. Gorsevski provided an update regarding the purchase of Windy Gap Units to the Boards and answered questions.

Amendment to Agreement for Sale and Purchase of Windy Gap Units between District No. 1 and Platte River Power Authority: Ms. Early presented the Amendment 2 to Agreement for the Sale and Purchase of Windy Gap Units between District No. 1 and the Platte River Power Authority to the District No. 1 Board and answered questions. Following review and discussion, upon a motion duly made by Director Eck, seconded by Director Guerra, and upon vote, unanimously carried, it was

**RESOLVED** by District No. 1 to approve the Amendment 2 to Agreement for Sale and Purchase of Windy Gap Units between District No. 1 and Platte River Power Authority, as presented.

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DIRECTOR COMMENT There were no Director comments received.

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ADJOURNMENT There being no further business to come before the Boards, upon motion duly made by Director Eck, seconded by Director Guerra, and upon unanimous vote, the meeting was adjourned at 10:17 a.m.

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

Respectfully submitted,



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Andrew Kunkel, Recording Secretary for the Meeting