

MINUTES OF A JOINT REGULAR MEETING OF THE  
BOARDS OF DIRECTORS OF THE  
WESTERLY METROPOLITAN DISTRICT NOS. 1-4

Held: Thursday, November 10, 2022 at 10:30 a.m.

*The meeting was held via teleconference.*

**Attendance**

The regular meeting of the Boards of Directors of the Westerly Metropolitan District Nos. 1-4 was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Heidi Jo Majerik  
Alex Woodin

Director Chelin was absent. Absences are deemed excused.

Also present: Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and Susan Agema, Clifton Larson Allen, District Accountants.

**Call to Order**

It was noted that a quorum of the Boards was present and the meeting was called to order.

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

**Conflict of Interest Disclosures**

Mr. White reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. White inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

**Agenda**

Mr. White presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda.

**Public Comment**

No public were present in the meeting.

**Consent Agenda**

Mr. White presented the consent agenda to the Boards. Upon a motion duly made and seconded, the Boards unanimously approved the following:

- February 10, 2022 Meeting Minutes
- 2023 Annual Administrative Resolution
- 2023 Resolution of the Board of Directors Designating Meeting Notice Posting Location
- 2021 Audits and Audit Exemption Applications
- District Website Maintenance and Management with Heatherly Creative for Website Maintenance Services

**Insurance Matters**

Consider Approval of Property and Liability Schedule and Limits The Boards engaged in a general discussion regarding the Property and Liability Schedule. Upon a motion duly made and seconded, the Boards unanimously approved the Property and Liability Schedule.

Consider Approval of Renewal of Special District Association of Colorado Membership for 2023 The Boards engaged in a general discussion regarding the Renewal of the Special District Association of Colorado Membership for 2023. Upon a motion duly made and seconded, the Boards unanimously approved the renewal.

Consider Approval of Exclusion for Workers’ Compensation Coverage The Boards engaged in a general discussion regarding the approval of Exclusion for Workers’ Compensation. Upon a motion duly made and seconded, the Boards unanimously adopted the Workers’ Compensation Coverage.

**Legal Matters**

Consider Approval of Resolution Calling May 2, 2023 Election Mr. White presented the Resolution Calling the May 2, 2023 Election with the Board. Upon a motion duly made and seconded, the Boards unanimously approved the resolution.

**Construction Matters**

Construction Status Update None.

Consider Award of Construction Agreement for Westerly Filing 2 Construction Mr. White presented the Boards with the bid results for the Filing 2 Construction Contracts. Upon a motion duly made and seconded, the Board of District No. 1 unanimously approve the contracts with; Stormwater Logistics for erosion control, HEI Civil for wet utilities, Martin Marietta Materials for asphalt and Thoutt Brothers for Concrete and authorized execution of Notices of Award, Construction Agreements, and Notice to Proceed, subject to final negotiations with the Contractors.

Consider Adoption of Resolution regarding Integrated Project Delivery for Westerly Amenity Center The Boards engaged in a general discussion regarding the adoption of the Resolution regarding Integrated Project Delivery. Upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the resolution.

Consider Ratification of Construction Change Orders The Boards engaged in a general discussion regarding Construction Change Orders submitted to the District for Filing 1 construction projects that were approved by the Construction Manager and approved by the Board President. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the change orders.

### **Financial Matters**

Consider Approval Claims/Financials Ms. Agema presented the Board with the claims and financials. Following review, upon a motion duly made and seconded the Boards approved the claims and financials.

Conduct Public Hearing on 2022 Budget Amendments and Consider Adoption of Resolutions Amending 2022 Budget, No. 1 Director Majerik opened the public hearing on the 2022 Budget Amendment. Mr. White noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Agema reviewed the Resolution Amending the 2022 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution amending the Debt Service Fund to \$141,847, and the Capital Projects Fund to \$19,226,039.

Conduct Public Hearing on 2022 Budget Amendments and Consider Adoption of Resolutions Amending 2022 Budget, No. 4 Director Majerik opened the public hearing on the 2022 Budget Amendment. Mr. White noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Agema reviewed the Resolution Amending the 2022 Budget with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously adopted the resolution amending the Debt Service Fund to \$1,561,670 and the Capital Projects Fund to \$16,190,435.

Conduct Public Hearing on 2023 Budgets and Consider Adoption of Resolution Adopting 2023 Budget, Imposing Mill Levy and Appropriating Funds, No. 1 Director Majerik opened the public hearing on the proposed 2023 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Agema reviewed the 2023 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Conduct Public Hearing on 2023 Budgets and Consider Budget. Mr. White noted that the notice of public hearing was provided

Adoption of Resolution  
Adopting 2023 Budget,  
Imposing Mill Levy and  
Appropriating Funds, No. 2

in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Agema reviewed the 2023 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Conduct Public Hearing on  
2023 Budgets and Consider  
Adoption of Resolution  
Adopting 2023 Budget,  
Imposing Mill Levy and  
Appropriating Funds, No. 3

Director Majerik opened the public hearing on the proposed 2023 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Agema reviewed the 2023 Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Conduct Public Hearing on  
2023 Budgets and Consider  
Adoption of Resolution  
Adopting 2023 Budget,  
Imposing Mill Levy and  
Appropriating Funds, No. 4

Director Majerik opened the public hearing on the proposed 2023 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Agema reviewed the 2023 Budget Resolution with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

### **Other Business**

Consider Appointment of  
Directors

The Board engaged in a general discussion regarding the Appointment of Kevin House to a term of May 2025. Upon a motion duly made and seconded, the Boards unanimously approve the appointment of Kevin House.

### **Adjourn**

There being no further business to come before the Boards and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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



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Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 13<sup>th</sup> day of July, 2023.