

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

Held: Thursday, December 22, 2022 at 1:00 p.m.

The meeting was held via teleconference.

Attendance

The special 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
Patrick Chelin
Kevin House

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.

Construction Matters

Construction Updates

Ms. Majerik provided a brief update regarding status of construction. Bidding for Filing 2 will be starting in 2023.

Review Bids and Consider Award of Westerly Amenity Center Construction Project, Authorize Construction Agreement, Notice of Award and Notice to Proceed

Mr. White discussed bidding for the Westerly Amenity Center. Mr. White reported that two competitive bids were received from Waner Construction and Centerre Construction. The Bord reviewed the bids and bid comparison and determined Waner Construction was the most qualified bidder and provided the most value to the District and could complete the project in the shortest amount of time. Following discussion, and upon a motion duly made and seconded, the Board unanimously awarded the construction agreement to Waner Construction and authorized execution of the Notice of Award, Construction Agreement, and Notice to Proceed, subject to final negotiations with Waner Construction.

Other Business

None.

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

Heidi Pohl

Secretary for the Meeting

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