

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

Held: Thursday, December 7, 2023 at 12:15 p.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

Also present: Zachary P. White, Esq. and Erin K. Stutz, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; and Jason Carrol and Enid Ruiz-Mattei, CliftonLarsonAllen, District Accountant.

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 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 regarding 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.

Resignation of Director House

The Boards acknowledged the resignation of Director House.

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 as presented.

Public Comment

None.

Consent Agenda

Mr. White reviewed the items on the consent agenda with the Boards. Mr. White advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. Consent Agenda Item 6.a. was removed. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- July 13, 2023 Minutes
- 2024 Annual Administrative Resolution
- Construction Contract Change Orders
- Work Order No. 2 to Matrix Design for Filing 3
- Payment to DBS Irrigation Supply
- Construction Agreement with Brightview Landscape Development, Inc.
- 2022 Audits

Construction Matters

Construction Updates

Ms. Majerik provided an updated regarding the status of construction with the Boards.

Discussion Regarding Closeout of Construction Agreement with NuStyle Landscape & Design

The Boards engaged in a general discussion regarding the closeout of the construction agreement with NuStyle Landscape & Design. Legal counsel is to prepare the final termination letter.

Legal Matters

Approval of Proposals for Renewal of General Liability Schedule and Limits and Consider Approval and Authorization to Bind Coverage, Renewal of Special District Association of Colorado

Mr. White presented the Renewal of General Liability and Agency Fee to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the renewals. It was noted that Director Majerik is working with the construction teams to determine all the completed improvements to add to the property schedule.

Conduct Public Hearing on Petition for Inclusion from Erie Land Company, LLC

Director Majerik opened the public hearing on the Petition for Inclusion of Property Out Parcel. Mr. White noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Mr. White reviewed the Petition and Resolution and Order for Inclusion of Property Out Parcel with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution.

Discussion Regarding Formation of Special Improvement District (SID)

The Boards engaged in a general discussion regarding the formation of a Special Improvement District. Legal counsel is to prepare a summary to the Town of Erie regarding the organization and administration.

Discuss Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District

Mr. White presented to the Board the Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District. No action taken.

Discuss and Consider Approval of Renewal of Independent Contractor Agreement with Heatherly Creative, LLC for Website Maintenance Services

Mr. White presented the Renewal of Independent Contractor Agreement with Heatherly Creative with the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Financial Matters

Review Payables/Financials

Mr. Carroll presented the payables and financials to the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the payables and financials.

Consider Adoption of Resolution Amending 2023 Budget (District No. 1)

Director Majerik opened the public hearing on the 2023 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.

Mr. Carroll reviewed the Resolution Amending the 2023 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 General Fund to \$126,000, and the Debt Service Fund to \$329,000.

Consider Adoption of Resolution Amending 2023 Budget (District No. 2)

Director Majerik opened the public hearing on the 2023 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.

Mr. Carroll reviewed the Resolution Amending the 2023 Budget with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution amending the General Fund to \$4,000, and the Debt Service Fund to \$21,000.

Consider Adoption of Resolution Amending 2023 Budget (District No. 3)

Director Majerik opened the public hearing on the 2023 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.

Mr. Carroll reviewed the Resolution Amending the 2023 Budget with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously adopted

the resolution amending the General Fund to \$1,000, and the Debt Service Fund to \$2,000.

Consider Adoption of Resolution Amending 2023 Budget (District No. 4)

Not needed.

Consider Adoption of Resolution Adopting 2024 Budget, Imposing Mill Levy and Appropriating Funds (District No. 1)

Director Majerik opened the public hearing on the proposed 2024 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.

Mr. Carroll reviewed the 2024 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 2024 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Consider Adoption of Resolution Adopting 2024 Budget, Imposing Mill Levy and Appropriating Funds (District No. 2)

Director Majerik opened the public hearing on the proposed 2024 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.

Mr. Carroll reviewed the 2024 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 2024 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Consider Adoption of Resolution Adopting 2024 Budget, Imposing Mill Levy and Appropriating Funds (District No. 3)

Director Majerik opened the public hearing on the proposed 2024 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.

Mr. Carroll reviewed the 2024 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 2024 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Consider Adoption of Resolution Adopting 2024 Budget, Imposing Mill Levy and Appropriating Funds (District No. 4)

Director Majerik opened the public hearing on the proposed 2024 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.

Mr. Carroll reviewed the 2024 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 2024 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Other Business

The Boards engaged in a general discussion regarding the Funding and Reimbursement Agreement for Operations and Maintenance. Legal counsel is to prepare the agreement in the amount of up to \$115,000 per year, up to three years.

The Boards engaged in a general discussion regarding the Funding and Reimbursement Agreement for Capital. Legal counsel is to prepare the agreement in the amount of up to \$12,000,000 through 2025.

The Boards engaged in a general discussion regarding the appointment for Director vacancies. It was noted that the Boards will consider appointments at the next meeting.

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



Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 11th day of April, 2024.