

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RESOURCE COLORADO WATER AND SANITATION METROPOLITAN DISTRICT

A Special Meeting of the Board of Directors of the Resource Colorado Water and Sanitation Metropolitan District (the "District") was held in accordance with applicable statutes of the State of Colorado on Monday, February 15, 2021 at 2:00 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of COVID-19 by limiting in-person contact, this CAB Board meeting was held via teleconference. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Toni Serra (President)
John "Mick" Todd (Secretary)
Joel Farkas (Treasurer)

Also present were:

MaryAnn McGeady, Esq., Paula Williams, Esq., Courtney Diguardi, Esq., Samantha Lillehoff, Esq. and Chanda Thomsen, McGeady Becher P.C.
Jason Carroll (for a portion of the meeting) and Paul Wilson, CliftonLarsonAllen LLP ("CLA")
Justin Hay, StackLot L.L.C.
Barry Fehr, Pioneer Metropolitan District No. 5 Board Member & Pioneer Community Authority Board Member
Barrett Marrocco; Independent District Engineering Services ("IDES")
Mark Sullivan, Esq.; Representative for Director Todd

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Diguardi confirmed a quorum and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board 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. It was noted by Attorney Diguardi that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Agenda: The Agenda for the District's Special Meeting was distributed for the Board's review. Following discussion and upon motion duly made by Director Todd, seconded by Director Serra and, upon vote, unanimously carried, the Board approved the Agenda.

Approval of Meeting Location and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Todd, seconded by Director Serra and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call. Attorney Diguardi confirmed that notice of this meeting and conference call number was posted on a post within the District's boundaries and the Board has not received any objections to the meeting format or any requests that the meeting format be changed by taxpaying electors within the boundaries of the District.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Todd, seconded by Director Serra, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District as least 24 hours prior to each meeting at the following location: On a post within the boundaries of the District.

Public Comment: There were no public comments.

LEGAL MATTERS

Resolution No. 2021-02-01 Adopting Amended and Restated Rules and Regulations: The Board discussed Resolution No. 2021-02-01 Adopting Amended and Restated Rules and Regulations. Following discussion, upon motion duly made by Director Farka, seconded by Director Serra and, upon vote, the Board approved Resolution No. 2021-02-01 Adopting Amended and Restated Rules and Regulations. Director Todd abstained from voting on this matter.

OTHER BUSINESS

There was no other business to come before the Board.

ADJOURNMENT

Following discussion, upon motion duly made by Director Todd, seconded by Director Serra and, upon vote, unanimously carried, the Board adjourned the meeting.

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



Secretary for the Meeting