

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF RESOURCE COLORADO WATER AND SANITATION METROPOLITAN DISTRICT HELD NOVEMBER 15, 2021

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, November 15, 2021 at 2:00 p.m. This meeting was held via teleconference and was open to the public.

ATTENDANCE

Director in attendance were:

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

Also present were:

Paula Williams, Esq. and Jay Morse, Esq.; McGeady Becher P.C.
Justin Hay; StackLot L.L.C.
Paul Wilson; CliftonLarsonAllen LLP (“CLA”)
Barrett Marrocco; Independent District Engineering Services (“IDES”)
Mark Sullivan; Renewal Strategies LLC, landowner representative

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Williams 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 Williams that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Agenda: The Board reviewed the Agenda for the District’s Special Meeting.

Following discussion, upon motion duly made by Director Todd, seconded by Director Serra and, upon vote unanimously carried, the Board approved the Agenda as presented.

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 to meet by electronic means. Attorney Williams noted that notice of this meeting, including participation information, was duly posted and that she had not received any objections to the meeting format or any requests that the meeting be changed by taxpaying electors within the District’s boundaries.

Public Comment: There were no public comments.

October 23, 2020, November 9, 2020 and February 15, 2021 Special Meeting Minutes: The Board reviewed the minutes from the October 23, 2020, November 9, 2020 and February 15, 2021 Special Meetings. Following discussion, upon motion duly made by Director Todd, seconded by Director Serra, and upon vote unanimously carried, the Board approved the Minutes from the October 23, 2020, November 9, 2020 and February 15, 2021 Special Meetings.

District’s Website: Attorney Williams discussed the delay with the establishment of the District’s website via the Statewide Internet Portal Authority (“SIPA”) and a proposal from Archipelago Web Inc. was presented for consideration.

Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board approved the proposal with Archipelago Web Inc. for website creation and maintenance services.

Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board approved the termination of the Eligible Governmental Entity Agreement and all associated documents for website services with SIPA.

Resolution No. 2021-11-01 Establishing 2022 Meeting Dates, Time, Location, Establishing District Website and Designating 24-Hour Posting Location: The Board discussed the business to be conducted in 2022 and determined to schedule regular Board meetings for the third Monday of each month at 2:00 p.m. to be held by electronic means. Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board adopted Resolution No. 2021-11-01.

FINANCIAL
MATTERS

2022 District Insurance Renewal and Special District Association Membership: Following discussion, upon motion duly made by Director Todd, seconded by Director Serra, and upon vote unanimously carried, the Board approved renewing the District's insurance and Special District Association membership.

Section 32-1-809, C.R.S. Requirements (Transparency Notice): Following discussion, upon motion duly made by Director Todd, seconded by Director Serra, and upon vote unanimously carried, the Board directed staff to post the transparency notice on the Special District Association website.

Master Service Agreement for Accounting Services: Attorney Williams explained the change in format for CLA, now requiring services to be performed pursuant to a Master Service Agreement and related Statements of Work. Following discussion, upon a motion duly made by Director Todd, seconded by Director Farkas, and upon vote unanimously carried, the Board approved the Master Service Agreement and Statement of Work for Accounting Services with CLA.

2020 Audit Exemption Application: Following discussion, upon motion duly made by Director Todd, seconded by Director Farkas, and upon vote unanimously carried, the Board ratified approval of the 2020 Audit Exemption Application.

2021 Budget Amendment Hearing: The President opened the public hearing to consider a 2021 Budget Amendment and discuss related issues.

It was noted that publication of Notice stating that the Board would consider a 2021 Budget Amendment and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, the Board determined that a 2021 Budget Amendment was not needed.

2022 Budget Hearing: The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2022 Budget and the date, time and place of the public hearing was published in a newspaper having general circulation within the District.

No written objections were received prior to the public hearing. No public comments were received, and the public hearing was closed.

The Board reviewed the estimated 2021 expenditures and the proposed 2022 expenditures.

Following discussion, the Board considered adoption of the Resolution No. 2021-11-02 to Adopt Budget and Appropriate Sums of Money and Resolution No. 2021-11-03 to Set Mill Levies at 0.000 mills. Upon motion duly made by Director Todd, seconded by Director Serra, and upon vote unanimously carried, Resolution Nos. 2021-11-02 and 2021-11-03 were adopted as discussed, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Weld County not later than December 15, 2021. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2022.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties. Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

2023 Budget Preparation: Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget and set the date for public hearing to adopt the 2023 Budget for November 1, 2022. The Board directed that the draft 2023 Budget be the same as the adopted 2022 Budget unless a Board Member provides information to adjust those assumptions.

2021 Audit Exemption Application: Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board appointed the District Accountant to prepare and file the 2021 Audit Exemption Application.

LEGAL MATTERS

May 3, 2022 Regular Director Election: Attorney Williams discussed new legislation related to the upcoming election and Resolution No. 2021-11-04; Calling a Regular Election for Directors May 3, 2022.

Following discussion, upon motion duly made by Director Todd, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2021-11-04 as presented and appointed Jennifer S. Henry as the Designated Election Official and authorized her to perform all tasks required for the May 3, 2022 Regular Election of the Board of Directors for the conduct of a mail ballot election.

The Board determined that there was no need to consider proposals for selection of an alternative provider for DEO/election services.

Design and Construction Standards and Specifications: The Board discussed the status of the Design and Construction Standards and Specifications for the District. It was noted that legal counsel is working with the Engineer and Project Manager as it relates to water infrastructure.

Second Amendment to Resolution Regarding Colorado Open Records Act Requests: Following discussion, upon motion duly made by Director Serra, seconded by Director Todd, and upon vote unanimously carried, the Board approved the Second Amendment to Resolution Regarding Colorado Open Records Act, naming McGeady Becher PC as official records custodian.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

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

Lisa Jacoby

Secretary for the Meeting