

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF RESOURCE COLORADO WATER AND SANITATION METROPOLITAN DISTRICT HELD NOVEMBER 21, 2022

A Regular Meeting of the Board of Directors (the “Board”) 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 21, 2022 at 2:00 p.m. This meeting was held via teleconference and was open to the public.

ATTENDANCE

Director in attendance were:

Joel Farkas (President)

Toni Serra (Treasurer)

Also present were:

Paula Williams, Esq., Jay Morse, Esq. and Lisa Jacoby; McGeady Becher P.C.

Justin Hay; StackLot L.L.C.

Jason Carroll and Paul Wilson; CliftonLarsonAllen LLP (“CLA”)

Barry Fehr; Greenleaf Acres, LLC

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Ms. Jacoby 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 (the “Directors”) 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 Directors prior to this meeting in accordance with statute. Ms. Jacoby noted 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 regular meeting.

Following discussion, upon motion duly made by Director Farkas, 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 Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board determined to meet by electronic means. Ms. Jacoby 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.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Farkas, 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)(III), C.R.S. and Section 32-1-903(2), C.R.S., shall be posted on the District website. If the District is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting, the Notice of Meeting shall be posted on a post within the boundaries of the District at least 24 hours prior to each meeting.

Public Comment: There were no public comments.

Resignation of Mick Todd from the Board of Directors: The Board acknowledged the resignation of Mike Todd from the Board of Directors, effective May 16, 2022.

May 3, 2022 Election: Ms. Jacoby noted for the Board that the May 3, 2022 Director’s election was cancelled, as allowed under Colorado law by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Directors Serra and Farkas were elected by acclamation to 3-year terms ending May, 2025.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the following slate of officers was appointed:

President	Joel Farkas
Treasurer	Toni Serra
Secretary	Lisa A. Jacoby

November 15, 2021 and March 14, 2022 Special Minutes: The Board reviewed the minutes from the November 15, 2021 and March 14, 2022 special meetings. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the Minutes from the November 15, 2021 and March 14, 2022 special meetings.

Resolution No. 2022-11-01 Establishing 2023 Meeting Dates, Time, Location, and Designating 24-Hour Posting Location: The Board discussed the business to be conducted in 2023 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 Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-01.

2023 District Insurance Renewal and Special District Association Membership: Following discussion, upon motion duly made by Director Farkas, 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 Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board directed staff to post the transparency notice on the District and Special District Association websites.

**FINANCIAL
MATTERS**

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

It was noted that publication of Notice stating that the Board would consider a 2022 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 2022 Budget Amendment was not needed.

2023 Budget Hearing: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2023 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 2022 expenditures and the proposed 2023 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2022-11-02 to Adopt Budget and Appropriate Sums of Money and Resolution No. 2022-11-03 to Set Mill Levies at 0.000 mills. Upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Resolutions were adopted as discussed, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. 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, 2022. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

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

Statement of Work to Master Service Agreement for Accounting Services with CliftonLarsonAllen LLP (“CLA”) for 2023:

Following discussion, upon a motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the 2023 Statement of Work for Accounting Services to Master Service Agreement between the District and with CLA.

Preparation of 2024 Budget: Following discussion, upon a motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

2022 Audit Exemption Application: Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board appointed the District Accountant to prepare and file the 2022 Audit Exemption Application.

LEGAL MATTERS

Areawide Water Quality Management Plan – New Wastewater Treatment Facility & 208 Wastewater utility Service Area Modification: Following discussion, the Board acknowledged the Areawide Water Quality Management Plan – New Wastewater Treatment Facility & 208 Wastewater utility Service Area Modification.

May 2, 2023 Regular Director Election: Following discussion, upon motion duly made by Director Farkas, 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 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election.

Pioneer Annexation Nos. 1-11 by and between the Town of Keenesburg, Colorado; Pioneer Holdco, LLC; Resource Colorado Water and Sanitation Metropolitan District; Pioneer Metropolitan District No. 3 and the CAB: Discussion was deferred.

OTHER BUSINESS

Cancellation of the December 19, 2022 Regular Board Meeting: The Board determined to cancel the December 19, 2022 Regular Meeting.

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