

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS  
OF DIRECTORS

OF

WARD TOD METROPOLITAN DISTRICT NOS. 1-3

Held: Tuesday, November 19, 2019 at 2:00 p.m. at 2154 E  
Commons Avenue, Suite 2000, Centennial, CO 80122.

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Matthew Foran  
Timothy Westbrook  
Christopher Ferguson

Also present were Megan J. Murphy, Esq. White Bear Ankele Tanaka & Waldron, District General Counsel; Matthew Vigil, CliftonLarsonAllen, LLP, District Accountant; and Barrett Marrocco, Independent District Engineering Services, LLC, District Engineer.

Call to Order/Declaration of Quorum

A quorum of the Boards was present and the meeting was called to order.

Director Conflict of Interest Disclosures

Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Murphy 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Joint Meetings

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.

Approval of Agenda

The Boards reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agenda.

**Public Comment**

None.

**Consent Agenda**

The Boards reviewed the items on the consent agenda. Ms. Murphy advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- August 27, 2019 and November 7, 2019 Joint Special Minutes
- Claims Listing in the amount of \$29,509.92
- Special District Disclosure Notice Pursuant to § 32-1-809, C.R.S.

**Bond Matters**

Discuss Status of Bond Issuance (District No. 1)

Ms. Murphy updated the Board of District No. 1 on the status of the bond issuance, indicating that closing was scheduled for December 5, 2019.

**Legal Matters**

Consider Ratification of Cooperation Agreements with Wheat Ridge Urban Renewal Authority d/b/a Renewal Wheat Ridge

Ms. Murphy reviewed the Cooperation Agreement between the Wheat Ridge Urban Renewal Authority d/b/a Renewal Wheat Ridge and District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the Cooperation Agreement.

Ms. Murphy reviewed the Cooperation Agreement between the Wheat Ridge Urban Renewal Authority d/b/a Renewal Wheat Ridge and District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously ratified the Cooperation Agreement.

Ms. Murphy reviewed the Cooperation Agreement between the Wheat Ridge Urban Renewal Authority d/b/a Renewal Wheat Ridge and District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously ratified the Cooperation Agreement.

Consider Adoption of 2020 Joint Annual Administrative Resolution  
Ms. Murphy reviewed the 2020 Joint Annual Administrative Resolution with the Boards. Following discussion regarding meeting posting and regular meeting dates, upon a motion duly made and seconded, the Boards unanimously adopted the 2020 Joint Annual Administrative Resolution.

Consider Adoption of Joint Resolution Calling May 5, 2020 Elections  
Ms. Murphy reviewed the Joint Resolution Calling May 5, 2020 Elections with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the Joint Resolution Calling May 5, 2020 Elections.

Review Insurance Property and Liability Schedule and Limits  
Ms. Murphy reviewed the District's property and liability schedule and limits with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the schedule and directed legal counsel to bind coverage.

Discuss Legislative Update  
Ms. Murphy reviewed the legislative update with the Boards. Director Foran requested the Boards continue to receive the legislative update.

Discussion Regarding Approval of Resolution Concerning Online Notice of Regular and Special Meetings  
Deferred.

Consider Ratification of Subdivision Improvement Agreement  
Ms. Murphy reviewed the Subdivision Improvement Agreement between the City of Wheat Ridge, Toll Southwest, LLC, District No. 1, District No. 2, and District No. 3 dated August 5, 2019 with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the Subdivision Improvement Agreement.

Other Legal Matters  
None.

### **Financial Matters**

Review and Consider Acceptance of Financial Statements  
None.

Public Hearing on 2019 Budget Amendment (District No. 1)  
Director Foran opened the public hearing on the proposed 2019 Budget Amendment. Ms. Murphy noted that the notice of public hearing was published in the *Wheat Ridge Transcript* on November 14, 2019. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution to Amend 2019 Budget (District No. 1)

Mr. Vigil reviewed the 2019 Budget Amendment 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 \$80,000 and the Capital Projects Fund to \$3,000,000.

Public Hearing on 2019 Budget Amendment (District No. 2)

Director Foran opened the public hearing on the proposed 2019 Budget Amendment. Ms. Murphy noted that the notice of public hearing was published in the *Wheat Ridge Transcript* on November 14, 2019. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution to Amend 2019 Budget (District No. 2)

Mr. Vigil reviewed the 2019 Budget Amendment 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 \$20,000.

Public Hearing on 2019 Budget Amendment (District No. 3)

Director Foran opened the public hearing on the proposed 2019 Budget Amendment. Ms. Murphy noted that the notice of public hearing was published in the *Wheat Ridge Transcript* on November 14, 2019. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution to Amend 2019 Budget (District No. 3)

Mr. Vigil reviewed the 2019 Budget Amendment 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 \$16,730.

Public Hearing on 2020 Budget (District No. 1)

Director Foran opened the public hearing on the proposed 2020 Budget. Ms. Murphy noted that the notice of public hearing was published in the *Wheat Ridge Transcript* on November 14, 2019. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution Approving 2020 Budget (District No. 1)

Mr. Vigil reviewed the 2020 Budget Resolution 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 adopting the 2020 Budget, appropriating funds therefor and certifying 15.000 mills for the General Fund and 60.419 mills for the Debt Service Fund.

Consider Adoption of Resolution Accepting District Eligible Costs (District No. 1)

Mr. Marrocco reviewed the Cost Certification Report 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 Accepting District Eligible Costs, subject to receipt of the District Accountant's cost certification letter.

Consider Approval of 2019 Audit Exemptions (District Nos. 2 & 3)

Mr. Vigil reviewed the Application for Exemption from Audit with the Boards of District Nos. 2 & 3. Following discussion, upon a motion duly made and seconded, the Board of District Nos. 2 & 3 unanimously approved the 2019 audit exemptions.

Consider Approval of Proposals for 2019 Audit (District No. 1)

Deferred.

Other Financial Matters

The Boards engaged in a general discussion regarding using Bill.com for processing invoices. Following discussion, upon a motion duly made and seconded, the Boards unanimously directed Mr. Vigil to establish Bill.com accounts.

Mr. Vigil informed the Boards that beginning in 2020, CliftonLarsenAllen, LLP will be instituting a 5% technology fee for the purposes of increasing cyber security measures, which will show up as a separate line-item on invoices.

### **Other Business**

Discuss and Consider Adoption of Resolution Declaring Special District Inactive Status (District Nos. 2 & 3)

Ms. Murphy reviewed the Resolution Declaring Special District Inactive Status with the Boards of District Nos. 2 & 3. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 2 & 3 unanimously adopted the Resolution Declaring Special District Inactive Status.

### **Adjourn**

There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board 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 on the 28th day of April, 2020.