

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 1 HELD JANUARY 24, 2022

A Special Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 1 (referred to hereafter as the "Board") was convened on Monday, January 24, 2022, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Mark J. Witkiewicz  
Kevin J. Smith  
Otis C. Moore, III  
Patrick Schmitz

#### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Becher requested members of the Board disclose any potential conflicts of interest regarding 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 the statute. Attorney Becher noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

#### ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting. Following discussion, upon motion duly made by Director Schmitz, seconded by Director Smith and, upon vote,

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unanimously carried, the Agenda was approved, as presented. The absence of Director Klein was excused.

**Meeting Location/Manner and Posting of Meeting Notice:** 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. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of 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 Schmitz, seconded by Director Smith and, upon vote, unanimously carried, the Board designated the location for posting meeting notices pursuant to Section 24-6-402(2)(c), C.R.S., as the northwest corner of Dartmouth Ave. & Federal Blvd. on the street light pole.

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**CONSENT AGENDA** The Board considered the following actions:

- Review and consider approval of the minutes of the November 22, 2021 Special Meeting.
- Ratify approval of Service Agreement for 2021-2022 Snow Removal between Loretto Heights Metropolitan District No. 1 and Consolidated Divisions, Inc., d/b/a CDI Environmental Contractor.

Following review and discussion, upon motion duly made by Director Schmitz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above Consent Agenda items/actions.

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**PUBLIC COMMENT** There were no public comments.

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**FINANCIAL  
MATTERS**

**Claims:** Ms. Ross reviewed with the Board the payment of claims for the period beginning November 16, 2021 and ending January 21, 2022, in the amount of \$2,528,763.75.

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Following review, upon motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

**2021 Audit:** The Board reviewed the proposal from Wipfli LLP to perform the 2021 Audit.

Following discussion, upon motion duly made by Director Schmitz, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Board approved the engagement of Wipfli LLP to perform the 2021 Audit, for an amount not to exceed \$5,500.

### **CAPITAL/ CONSTRUCTION MATTERS**

**Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 4 ("Report No. 4"):** The Board reviewed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 4, dated January 20, 2022, prepared by Schedio Group LLC, for the amount of \$16,130.63 ("Report No. 4").

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved Report No. 4.

**Verified Public Improvement Costs Pursuant to Report No. 4:** Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 4, in the amount of \$16,130.63.

**Reimbursement by Loretto Heights Metropolitan District No. 1 to Hartman Ely Investments LLC:** Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board acknowledged the reimbursement by Loretto Heights Metropolitan District No. 1 to Hartman Ely Investments LLC under the Facilities Reimbursement Agreement among Loretto Heights Metropolitan District No. 1, ACM Loretto VI LLC, and Hartman Ely Investments LLC, pursuant to Report No. 4, in the amount of \$16,130.63.

**Reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC:** Pursuant to Report No. 4, there was no reimbursement due to ACM Loretto VI LLC at this time.

**Request to the Loretto Heights Community Authority (the "Authority") for Release of Bond Funds:** Following discussion, upon motion duly made by

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Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the request to the Loretto Heights Community Authority (the “Authority”) for release of bond funds under the Project Management Intergovernmental Agreement between Loretto Heights Metropolitan District No. 1 and the Authority.

**Loretto Heights Infrastructure Project (the “Project”)**: Mr. Laudick noted for the Board that underground work is underway for Phase I and Phase II.

*Status of Landscape Design Work*: Mr. Laudick reported he is awaiting street right-of-way comments from the City and County of Denver.

*Authorize any Necessary Actions Required in Connection with the Project*: No actions were required in connection with the Project at this time.

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### **LEGAL MATTERS**

**Service Agreement for Water Engineering Design Services**: Attorney Becher discussed with the Board the Service Agreement for Water Engineering Design Services between Loretto Heights Metropolitan District No. 1 and Dewberry Engineers Inc.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Service Agreement for Water Engineering Design Services between Loretto Heights Metropolitan District No. 1 and Dewberry Engineers Inc.

**Correspondence to City and County of Denver**: Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board acknowledged correspondence to the City and County of Denver requesting acknowledgement and confirmation that the Park Improvement Fee will be utilized by the City to help offset costs associated with future improvements to Loretto Heights Park, an off-site public facility for the benefit of the general public which will be owned and/or operated by the City.

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### **OTHER BUSINESS**

There were no other matters to discuss at this time.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

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Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting