

## RECORD OF PROCEEDINGS

---

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

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 1 (referred to hereafter as the "Board") was convened on Monday, October 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  
Otis C. Moore, III  
Paige C. Langley  
Megan Waldschmidt

Director Waldschmidt abstained from voting throughout the Meeting.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absence of Director Andrew R. Klein was excused.

#### Also In Attendance Were:

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

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

Jason Carroll; CliftonLarsonAllen LLP

#### 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 Hoistad 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 Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

## RECORD OF PROCEEDINGS

---

**ADMINISTRATIVE MATTERS** **Agenda:** Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as presented.

**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.

---

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

- Review and consider approval of the minutes of the September 26, 2022 Regular Meeting.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

---

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

---

**FINANCIAL MATTERS** **Claims:** Ms. Ross reviewed with the Board the payment of claims for the periods beginning September 15, 2022 through October 14, 2022, in the amount of \$803,008.51.

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

## RECORD OF PROCEEDINGS

---

**Unaudited Financial Statements and Schedule of Cash Position:** There were no financial statements or schedule of cash position.

**2023 Statement of Work for CliftonLarsonAllen LLP:** The Board reviewed the 2023 Scope of Work for CliftonLarsonAllen LLP.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the 2023 Scope of Work for CliftonLarsonAllen LLP.

### **CAPITAL/ CONSTRUCTION MATTERS**

**Engineer's Report and Verification of Costs Associated with Public Improvements Report:** The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 8 ("Report No. 8"), dated October 13, 2022, prepared by Schedio Group LLC, for the amount of \$35,675.33.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 8, dated October 13, 2022, prepared by Schedio Group LLC, for the amount of \$35,675.33.

**Verified Public Improvement Costs Pursuant to Report No. 8:** The Board discussed the verified public improvement costs pursuant to Report No. 8.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved the verified public improvement costs pursuant to Report No. 8.

**Reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC:** The Board discussed the reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No. 1 and ACM Loretto VI LLC, pursuant to Report No. 8.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved the reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No. 1 and ACM Loretto VI LLC, pursuant to Report No. 8.

## RECORD OF PROCEEDINGS

---

**Loretto Heights Infrastructure Project (the “Project”)**: The Board deferred discussion at this time.

*Status of Landscape Design Work*: The Board deferred discussion at this time.

*Authorize any Necessary Actions Required in Connection with the Project*: The Board deferred discussion at this time.

---

**OPERATIONS AND MAINTENANCE** **Service Agreement with Consolidated Divisions, Inc. d/b/a CDI Environmental Contractor (“CDI”)**: The Board reviewed the Service Agreement with Consolidated Divisions, Inc. d/b/a CDI Environmental Contractor (“CDI”) for 2022-2023 snow removal services.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board approved the Service Agreement with Consolidated Divisions, Inc. d/b/a CDI Environmental Contractor (“CDI”) for 2022-2023 snow removal services.

---

**LEGAL MATTERS** **Letter of Agreement with the City and County of Denver by and through the Board of Water Commissioners (“Denver Water”) concerning property to be irrigated by District No. 1**: Director Witkiewicz reported to the Board that he had a meeting with Denver Water and noted that the Letter Agreement from Denver Water was sent to the District by mistake. No action was necessary.

**Engagement Agreement for Legal Services between Brownstein Hyatt Farber Schreck, LLP and District No. 1**: The Board reviewed the Engagement Agreement for Legal Services between Brownstein Hyatt Farber Schreck, LLP and District No. 1.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board ratified approval of the Engagement Agreement for Legal Services between Brownstein Hyatt Farber Schreck, LLP and District No. 1.

**Facilities Acquisition Agreement between Loretto CLT, LLC and District No. 1**: The Board reviewed the Facilities Acquisition Agreement between Loretto CLT, LLC and District No. 1.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board approved the Facilities Acquisition Agreement between Loretto CLT, LLC and

## RECORD OF PROCEEDINGS

---

District No. 1.  
\_\_\_\_\_

**OTHER BUSINESS** There were no other matters to discuss at this time.  
\_\_\_\_\_

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

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting