

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 5 HELD NOVEMBER 27, 2023

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 5 (referred to hereafter as the “Board”) was convened on Monday, November 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

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#### **ATTENDANCE**

#### **Directors In Attendance Were:**

Mark J. Witkiewicz  
Paige C. Langley  
Megan Waldschmidt

#### **Also In Attendance Were:**

Peggy Ripko; Special District Management Services, Inc.

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

Jason Carroll; CliftonLarsonAllen LLP (“CLA”)

Blake Amen; Board Candidate

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

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#### **ADMINISTRATIVE MATTERS**

**Agenda:** Ms. Ripko distributed for the Board's review and approval a proposed Agenda for the District’s Regular Meeting.

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Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Agenda was approved, as presented and excused the absence of Director Klein.

**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 on the District website, 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.

**Insurance Matters:** The Board discussed Insurance matters.

The Board discussed cyber security and determined that the District will maintain the baseline coverage through the Pool.

*Insurance Committee:* The Board discussed the establishment of the insurance committee and determined it was not necessary.

*Renewal of the District's insurance and Special District Association (SDA) membership for 2024:* The Board discussed the renewal of the District's insurance and Special District Association (SDA) membership for 2024 and authorized same.

**Board Appointment:** The Board discussed the vacancy on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector, Blake Amen, was nominated to serve on the Board. Following discussion, upon motion duly made, seconded, and upon vote unanimously carried, the Board appointed Blake Amen to fill the vacancy on the Board. The Oath of Office was administered.

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### CONSENT AGENDA

The Board considered the following actions:

- Review and approve Minutes of the September 25, 2023 Regular Meeting.
- Adoption of Resolution No. 2023-11-01, Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.
- Discuss requirements of §32-1-809, C.R.S., and direct staff regarding compliance for 2024 (Transparency Notice).

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

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### PUBLIC COMMENT

There were no public comments.

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### FINANCIAL MATTERS

**2023 Audit Preparation:** The Board discussed the 2023 Audit preparation.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the 2023 Application for Exemption from Audit or engage an auditor to perform the 2023 Audit, as appropriate.

**Public Hearing on Amendment to 2023 Budget:** The President opened the public hearing to consider a Resolution to Amend the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget 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 the public hearing.

No public comments were received, and the public hearing was closed.

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

**Public Hearing on 2024 Budget:** The President opened the Public Hearing to consider the proposed 2024 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time and place of the public hearing was published

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pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Carroll reviewed the estimated 2023 expenditures and the proposed 2024 expenditures.

Upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote unanimously carried, the Board approved the 2024 Budget, as discussed, and considered adoption of Resolution No. 2023-11-02 to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution No. 2023-11-03 to Set Mill Levies (0.000 mills in the General Fund for a total mill levy of 0.000 mills.) Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of City and County of Denver not later than January 10, 2024. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2024.

**DLG-70 Certification of Tax Levies Form:** The Board considered authorizing the District Accountant to prepare the DLG-70 Certification of Tax Levies form for certification to the City and County of Denver and other interested parties.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the DLG-70 Mill Levy Certification form for certification to the City and County of Denver and other interested parties. The Board directed the District Manager to file the Certification with the City and County of Denver and other interested parties.

**Preparation of 2025 Budget:** The Board considered the appointment of CLA to prepare the 2025 Budget.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Board appointed CLA to prepare the 2025 Budget.

**Statement of Work (“SOW”) between the District and CLA for 2024:** The Board reviewed the SOW between the District and CLA for 2024.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Board

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approved the SOW between the District and CLA for 2024, subject to final Board and Legal review.

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### CAPITAL/ CONSTRUCTION MATTERS

**Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 18:** The Board discussed Report No. 18, dated October 19, 2023, prepared by Schedio Group LLC, for the amount of \$596,078.15.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board approved Report No. 18.

**Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 19 ("Report No. 19"):** The Board discussed Report No. 19, dated November 16, 2023, prepared by Schedio Group LLC, for the amount of \$888,933.13.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board approved Report No. 19.

**Verified Public Improvement Costs Pursuant to Report No. 18 and Report No. 19:** The Board discussed the verified public improvement costs pursuant to Report No. 18 and Report No. 19.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley, and upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 18 and Report No. 19.

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### LEGAL MATTERS

**Resolution Amending Policy on Colorado Open Records Act Requests:** The Board discussed adoption of the Resolution Amending Policy on Colorado Open Records Act Requests.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-04, Amending Policy on Colorado Open Records Act Requests.

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**Non-Exclusive Access and Maintenance Easement by and between TRG Loretto Owner LLC (Grantor) and Loretto Heights Metropolitan District No. 1 (Grantee):** The Board reviewed the Non-Exclusive Access and Maintenance Easement by and between TRG Loretto Owner LLC (Grantor) and Loretto Heights Metropolitan District No. 1 (Grantee).

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Board approved Non-Exclusive Access and Maintenance Easement by and between TRG Loretto Owner LLC and Loretto Heights Metropolitan District No. 1, subject to final Board and Legal review.


**OTHER BUSINESS** **December 25, 2023 Regular Meeting:** The Board discussed cancelling the December 25, 2023 Regular meeting.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Waldschmidt and upon vote, unanimously carried, the Board cancelled the December 25, 2023 Regular meeting.

**New Rate Structure:** The Board acknowledged the New Rate Structure from Special District Management Services, Inc.

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

Respectfully submitted,

By:   
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Secretary for the Meeting