

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF

### WATERFALL METROPOLITAN DISTRICT NO. 1

HELD  
November 11, 2022

The Board of Directors of the Waterfall Metropolitan District No. 1, held a special meeting, open to the public, via MS Teams and teleconference at 12:30 p.m. on Friday, November 11, 2022.

ATTENDANCE:

Directors in Attendance:

Kim Perry, President & Chairperson  
Abby Kirkbride, Vice President & Asst. Secretary  
Tim DePeder, Treasurer  
Rishi Loona, Assistant Secretary

Directors Absent and Excused:

Sam Salazar, Secretary

Also, in Attendance Were:

Anna Wool; Icenogle Seaver Pogue, P.C.  
Sarah Bromley, Tiffany Skoglund, Kieyesia Conaway, Dillon Gamber,  
Shannon McEvoy, and Irene Buenavista; Pinnacle Consulting Group, Inc.

CALL TO ORDER

The meeting was called to order at 12:36 p.m. by Director Perry, President of the Board, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

CONFLICT OF  
INTEREST  
DISCLOSURE

Ms. Wool noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing that potential conflicts of interest may exist, as all Board Members are employees of McWhinney Real Estate Services, Inc. which is associated with the primary landowner and developer of land within the District. Ms. Wool advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board reviewed the agenda for the meeting, following which each Board Member present confirmed the

## RECORD OF PROCEEDINGS

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contents of the written disclosures previously made, stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

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### AGENDA

The Board considered the agenda. Following review and discussion, and upon a motion duly made by Director DePeder, seconded by Director Loona and, upon vote, unanimously carried, it was

**RESOLVED** to approve the agenda, as presented.

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### PUBLIC COMMENT

There were no members of the public present.

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### CONSENT AGENDA

The Board considered the following items on the consent agenda:

- A. Approval of Minutes – July 28, 2022, Regular Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.
- D. Financial Statements as of June 30, 2022.
- E. Consideration and Approval of 2023 Annual Administration Matters Resolution.
- F. Consideration and Approval of 2023 Meeting Resolution.
- G. Consideration and Approval of 2023 Election Resolution.

Following review and discussion, and upon motion duly made by Director DePeder, seconded by Director Loona and, upon vote, unanimously carried, it was

**RESOLVED** to approve the consent agenda items as presented.

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### FINANCE MANAGER ITEMS

Finance Managers Report: Ms. Buenavista presented the Finance Manager's Report to the Board and answered questions.

2023 Budget Hearing: Director Perry opened the 2023 Budget Hearing for Waterfall Metropolitan District No. 1. Ms. Bromley reported that notice of the budget hearing was published on November 4, 2022, in accordance with

## RECORD OF PROCEEDINGS

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state budget law. There being no public input, the public portion of the budget hearing was closed. Ms. Buenavista reviewed the budgets in detail and responded to questions. The budgets for the District by fund are as follows:

District No. 1  
Mill levy is 9 mills.  
General Fund Expenditures: \$185,306  
Debt Service Fund Expenditures: \$291,388

Following review and discussion, and upon motion duly made by Director DePeder, seconded by Director Loona and, upon vote, unanimously carried, it was

**RESOLVED** to approve the Resolution to Adopt the 2023 budgets for Waterfall Metropolitan District No. 1, set the mill levies, appropriate budgeted funds upon final certification of value being received by the County of Larimer on or before December 15, 2022, and approve all other documents related to the 2023 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

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LEGAL ITEMS

There were no items from Legal.

\_\_\_\_\_  
DISTRICT  
MANAGER  
ITEMS

Manager's Report: Ms. Bromley presented the Manager's report to the Board and answered Questions.

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Monthly Operations Update: Mr. Gamber presented the Monthly Operations update to the Board and answered questions.

\_\_\_\_\_  
Approval of 2023 Master Service Agreements with Operations and Maintenance Service Contractors: Mr. Gamber presented the 2023 Master Service Agreements with Operations and Maintenance Service Contractors to the board and answered questions. Following review and discussion, and upon motion duly made by Director DePeder, seconded by Director Loona and, upon vote, unanimously carried, it was

**RESOLVED** to approve the 2023 Master Service Agreements with Operations and Maintenance Service Contractors:

## RECORD OF PROCEEDINGS

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- i. Affordable Pest Control
  - ii. All Sweep
  - iii. Davinci Signs
  - iv. Fiske Electric
  - v. Green Earth Midwest
  - vi. High Plains Environmental Center
  - vii. McWhinney Real Estate Services
  - viii. Ornamental Landscape Services (OLM)
  - ix. SWPPP Colorado
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Authorization to Execute 2023 Work Orders with Approved Operations and Maintenance Service Contractors within the approved 2023 Budget:

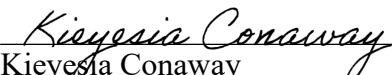
Ms. Bromley presented the Authorization to Execute 2023 Work Orders with Approved Operations and Maintenance Service Contractors within the Approved 2023 Budget noting no action is needed as this is covered in the previously approved Administrative Matters Resolution.

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ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned 1:02 p.m.

Respectfully submitted,

  
Kieyesia Conaway  
Recording Secretary for the Meeting