

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

HIGHWAY 119 METROPOLITAN DISTRICT NOS. 1-10

Held: March 8, 2021, at 9:00 A.M.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Reggie Golden  
Dale Bruns  
Pagie Mathews  
Stephen Miles

Also present were: Jennifer Gruber Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Neil Schilling, Schilling & Company, District Accountant; Phil Pike, Highway 119 Holdings, LLC; Mark Meyer, Foundry Commercial; CJ Kirst, PE, Tahoe Consulting; and Brad Simons, PE, MMI Water Engineers, LLC.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Tanaka noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures  
of Potential or Existing  
Conflicts of Interest

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

Combined Meetings

The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Highway 119 Metropolitan District Nos. 1 through 10, inclusive and collectively.

Approval of Agenda

Ms. Tanaka presented the Boards with the proposed agenda for the meeting. Upon motion of Mr. Mathews, seconded by Mr. Miles, the Boards unanimously approved the agenda as amended.

**PUBLIC COMMENT**

None.

**CONSENT AGENDA**

The Boards were presented with the consent agenda items. Upon motion of Mr. Miles, seconded by Mr. Mathews, the Boards unanimously took the following actions:

- a. Approved the Minutes for November 9, 2020 Special Meeting
- b. Ratified the Payment of Claims (\$8,211.43) (October 2020)
- c. Ratified the Payment of Claims (\$14,289.73) (November 2020)
- d. Ratified the Payment of Claims (\$8,217.94) (December 2020)
- e. Ratified the Payment of Claims (\$25,930.78) (January 2021)
- f. Ratified the Payment of Claims (\$20,145.59) (February 2021)
- g. Approved the Payment of Additional Claims (\$0) (as of March 8, 2021)
- h. Accepted the Unaudited Financial Statements as of December 31, 2020 (District Nos. 1 & 2)
- i. Acknowledged the Rate Change for White & Jankowski, LLC
- j. Ratified the Independent Contractor Agreement with Tahoe Consulting, LLC for Engineering Services for Construction Coordination and Consulting Services
- k. Ratified the Adoption of Resolution No. 2020-11-03: Resolution Adopting Budget, Imposing Mill Levy and Appropriating Funds, District No. 2 (ratification of update in mill levy)
- l. Ratified the Engagement Letter with Alderman Bernstein for Special Counsel Services for Oligarchy Ditch Relocation Project

**CONSTRUCTION MATTERS**

12” Waterline and Bore Project and Consider Award of Contract for Same

Mr. Kirst noted that the District recently requested bids for the installation of a 12” waterline which will bore under Highway 119 to the south and will run approximately 300 feet before it ties into the existing Left Hand waterline. Five total bidders submitted bids ranging from \$373,375 to \$448,617. The low bidder is Coyote Construction, which is a qualified and experienced bidder. Mr. Kirst noted that he followed up with the references from Coyote Construction and all provided positive feedback. The project is scheduled to be completed by May 1<sup>st</sup>. Mr. Kirst recommended moving forward with Coyote Construction for the project. Mr. Bruns inquired into whether the bid addresses dewatering associated with ground water or whether that would be a change order. Mr. Kirst noted that there may be a change order required for this in the event that they do run into more ground water than anticipated. After construction, the waterline will be dedicated to the Left Hand Water District for ownership, operation and maintenance.

Upon motion of Mr. Bruns, seconded by Mr. Mathews, the Board unanimously approved the award of contract to Coyote Construction and directed Mr. Kirst to move forward accordingly.

Status of Oligarchy Ditch Relocation Project

Mr. Kirst noted that this project was put out to bid in January but only 2 bidders responded and the bids were drastically different. This is likely due to the short timeline requested for the project. As a result, the decision was made to hold off and re-bid the project later in the year. In the meantime, the District is working with the Ditch Company on a ditch relocation agreement to get that in place.

**FINANCIAL MATTERS**

Applications for Exemption from Audit

Mr. Schilling discussed the applications for exemption from audit for 2020 and noted that all Districts meet the requirements to qualify for exemption and do not require full audits. Mr. Schilling has circulated the applications for execution by the directors. Upon receipt he will file by the March 31, 2021, statutory deadline.

**LEGAL MATTERS**

**OTHER BUSINESS**

Next Meeting Date

The next meeting is scheduled for April 12, 2021, at 9:00 A.M.

**ADJOURNMENT**

There being no further business to be conducted, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*DALE BRUNS*

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Secretary for the Meeting