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# RECORD OF PROCEEDINGS

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## Minutes of the Regular Meeting Of the Boards of Directors of Cornerstone Metropolitan District Nos. 1 & 2 January 24, 2022

A Regular Meeting of the Boards of Directors of the Cornerstone Metropolitan Districts Nos. 1 & 2 Montrose and Ouray Counties, Colorado, was held at 10:00 A.M. Monday, January 24, 2022. The meeting was held as a teleconference.

### Attendance

The following Directors were present and acting via teleconference:

- Marijo Ache - District No. 1 and No. 2
- Warren Ache - District No. 1 and No. 2
- Wendy Lawler Sisler - District No. 1 and No. 2
- Brian Wallin - District No. 1 and No. 23.
- Jason Stroehlein – District No. 1

Also present or in attendance via teleconference were:

- Bob Aisner, Cornerstone Acquisition Group
- Ryan Bartashius, Cornerstone Metropolitan District
- Heather Hartung, White Bear Ankele Tanaka & Waldron
- Eric Weaver, Marchetti & Weaver, LLC
- Erin McCauley, Marchetti & Weaver, LLC

### Call to Order

The Meeting of the Boards of Directors of Cornerstone Metropolitan Districts Nos. 1 & 2 was called to order by Director Wallin on January 24, 2022 at 10:02 A.M. noting a quorum was present for both Districts.

### Combined Meetings

The Boards of Directors of the Districts Nos. 1 & 2 have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of both Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

### Disclosure

Ms. Hartung 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. Hartung 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

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additional disclosures were noted. The Boards noted, for the record, that these disclosures are restated at this time with the intent of fully complying with laws pertaining to potential conflicts. Additionally, the Boards determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Boards to act.

**Public Comment** There was no public comment.

**Agenda** The Agenda was discussed and upon a motion duly made and seconded it was unanimously

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

**Minutes** The minutes of the November 22, 2021 special meeting were reviewed. Upon a motion duly made and seconded it was unanimously

**RESOLVED**, to approve the minutes of the November 22, 2021 special meeting.

**Operations** Mr. Bartashius provided an update on the water and sewer operations. An initial response is still needed from Colorado Department of Public Health and Environment regarding preliminary findings and a plan to move forward with the project. Director Wallin noted there may be an opportunity to reduce the cost of the initial estimate, based on the findings of CDPHE. The building required to house chemicals would be located across from Flowers cabin adjacent to station 5 and will be disguised as much as possible once constructed.

Water pumping to pond 4 will be dependent on weather and needs, the earliest may be April 1<sup>st</sup> to 15<sup>th</sup>.

Director Stroehlein stated asphalt repairs and sealing did not take place in 2021 due to labor shortages with the contractor and will likely take place in the spring.

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### Legal

Ms. Hartung reviewed Resolutions Designating both District's 24-Hour Posting Locations. Upon a motion duly made and seconded it was unanimously

**RESOLVED** to approve Resolutions Designating the District's 24-Hour Posting Location.

### May Election

The Call for Nominations for the May 3, 2022 election were reviewed by Ms. Hartung. It was noted that Erin McCauley is the Designated Election Official and she will be distributing the Call for Nominations and Self Nomination forms for this election.

Positions up for election are as follows:

District 1: Two seats up for 2025 term, One seat up for 2023 term  
-Warren Ache term ends 2022 > 2025 term  
-Brian Wallin appointed to 2022 > 2025 term  
-Wendy Lawler Sisler appointed to 2023 > 2023 term

District 2: Two seats up for 2025 term, Two seats up for 2023 term  
-Warren Ache term ends 2022 > 2025 term  
-Brian Wallin appointed to 2022 > 2025 term  
-Wendy Lawler Sisler appointed to 2023 > 2023 term  
-One vacant seat > 2023

The Call for Nominations will be sent by email to county provided emails, mailed to county provided mailing addresses, and posted to the District website. The Self Nomination forms will be distributed to the Board.

By March 1<sup>st</sup> it will be known if the elections will move forward or be cancelled based on the Self Nomination forms received.

### Financials

Mr. Weaver provided a review of the preliminary December 31, 2021 financials for Districts 1 & 2. Cornerstone Acquisition Group paid two years of taxes on the parcel owed in 2021 and those funds will be received in 2022 but accrued as revenue in 2021. Overall expenditures for the year were less than budgeted.

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**Accounts Payable** Mr. Weaver presented the Accounts Payable report. Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve the December 31, 2021 Financials and the Accounts Payable report as presented.

Mr. Aisner reported that a contract is in place for Cabin number 5, which is still under construction with an anticipated closing date in May. A hand-shake agreement is in place on Cabin number 6 which would likely close in June. Currently no interest exists in Cabins 2, 3 and 4, Certificates of Occupancy will be several months out.

**Adjournment** There being no further business to come before the Boards and upon motion duly made and seconded it was unanimously

**RESOLVED**, to adjourn the meeting.

Respectfully Submitted



Erin McCauley  
Secretary to the Meeting