

# RECORD OF PROCEEDINGS

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## MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF WESTERLY CREEK METROPOLITAN DISTRICT

HELD  
March 16, 2026

The Regular Meeting of the Board of Directors of Westerly Creek Metropolitan District was held at the MCA Cube and via Zoom and Teleconference on Monday, March 16, 2026, at 6:30 p.m.

### ATTENDANCE

#### Directors in Attendance:

Robert Douglas Marsh, President  
Jack Seward, Vice President  
Matthew Blackburn, Treasurer  
Omid Jazaeri, Secretary  
John Karner, Assistant Secretary

#### Also in Attendance:

Kenny Parrish, Kevin Mitts, Matt Sorensen, and Andrew Kunkel;  
Pinnacle Consulting Group, Inc.  
Diane Wheeler; Simmons & Wheeler  
Lee Freedman, Esq.; VF-Law

### ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Board of Directors of the Westerly Creek Metropolitan District was called to order by Director Marsh at 6:33 p.m.

Declaration of Quorum/Director Qualifications: Director Marsh noted that a quorum was present, with five out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Board.

Disclosure of Potential Conflicts of Interest: Director Blackburn and Director Karner discussed their positions on the Park Creek Metropolitan District Board of Directors and written conflict of interest disclosures. Director Blackburn and Director Karner noted the Park Creek Metropolitan District legal counsel advised that written conflict of interest disclosures are not required. Mr. Freedman agreed that written conflict of interest disclosures are not required for Director's Blackburn and Karner.

Mr. Freedman advised the Board that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. Mr. Freedman reported that disclosures for those

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Board Members who provided VF-Law with notice of potential or existing conflicts of interest, if any, were filed with the Colorado Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Freedman inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest regarding any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda: Upon a motion duly made by Director Seward, seconded by Director Jazaeri, and upon vote, unanimously carried, it was

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

Public Comment: There were no Public Comments received.

Director Comments: There were no Director Comments received.

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### CONSENT AGENDA

Director Marsh reviewed the items on the consent agenda with the Board. Director Marsh advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Seward, Seconded by Director Jazaeri, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Minutes – February 23, 2026, Regular Meeting.
  - B. Payment of Claims
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### FINANCIAL ITEMS

Financial Statements: Ms. Wheeler presented the Unaudited Financial Statements for the period ending December 31, 2025, to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Blackburn, seconded by Director Seward, and upon vote, unanimously carried, it was

**RESOLVED** to accept the Unaudited Financial Statements for the period ending December 31, 2025, as presented.

Engagement with Fiscal Focus for Audit Services: Ms. Wheeler requested ratification of the engagement with Fiscal Focus Partners LLC for 2026 Audit Services and answered questions. Following review and

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discussion, upon a motion duly made by Director Blackburn, seconded by Director Seward, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the engagement with Fiscal Focus Partners LLC for 2026 Audit Services.

DISTRICT  
MANAGER ITEMS

Engagement Letter with VF-Law for Legal Services: Mr. Freedman discussed the services provided by VF-Law and answered questions. Mr. Freedman requested ratification of engagement letter with VF-Law for legal services by the Board. Following review and discussion, upon a motion duly made by Director Seward, seconded by Director Blackburn, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the engagement letter with VF-Law for Legal Services, subject to modification of payment terms to a net 30 days.

Independent Contractor Agreement with Pinnacle Consulting Group, Inc. for Finance & Accounting Services: Mr. Parrish requested acceptance of the Independent Contractor Agreement with Pinnacle Consulting Group, Inc. for Finance and Accounting Services by the Board. Following review and discussion, upon a motion duly made by Director Seward, seconded by Director Blackburn, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Independent Contractor Agreement with Pinnacle Consulting Group, Inc., for Finance and Accounting Services subject to any revisions necessitated from negotiations with Pinnacle Consulting Group, Inc. and subject to final review by the District's legal counsel and to approve the authorization of Director Marsh to execute the final agreement.

Status of Asset Management Plan: Director Marsh and Director Karner discussed the status of the Asset Management Plan with the Board. The Board resolved to complete the Asset Management Plan by the end of September.

DIRECTOR ITEMS

District Calendar & Important Dates for 2026: Director Marsh and the Board discussed the District calendar and important dates for 2026.

Discussion Regarding District Communications: Director Marsh and the Board discussed potential modifications to the District Communications operating procedures memo. It was the decision of the Board to table the discussion regarding District communications to the next regular meeting.

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ADJOURNMENT

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There being no further business to come before the Board, Director Marsh adjourned the meeting at 7:54 p.m.

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

Respectfully submitted,

*Andrew Kunkel*

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Andrew Kunkel, Recording Secretary for the Meeting