

RECORD OF PROCEEDINGS

MINUTES OF THE ANNUAL MEETING OF WESTERLY CREEK METROPOLITAN DISTRICT

HELD

NOVEMBER 21, 2013

A special meeting of the Board of Directors ("Board") of the Westerly Creek Metropolitan District ("District") was held on Thursday, November 21, 2013, at 9:00 a.m., at 7350 East 29th Avenue, Suite 300, Denver, Colorado.

ATTENDANCE

Directors in attendance:

Michael Kearns, Acting Chair

Adam Sommers

John Lehigh, via telephone

Director absent (whose absence was excused):

King H. Harris

Also in attendance:

John Moye of Park Creek Metropolitan District

Cheryl Cohen-Vader of Stapleton Development Corp.

Janis Bevier of Stapleton Development Corp.

Tammi Holloway of Stapleton Development Corp.

Charlie Nicola of Forest City

Brian Fennelly of Forest City

Sarah French of Forest City

Kerry O'Connell of M.A. Mortenson

Barbara Neal of Public Art

Dennis Piper, Park Consultant

Brad Dodson of City and County of Denver

Bar Chadwick of City and County of Denver

Paul R. Cockrel of Collins Cockrel & Cole

Micki L. Wadhams of Collins Cockrel & Cole

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NOTICE

It was noted that the agenda notice of the meeting had been properly posted as required by law. Notice of the Annual Meeting was posted in three (3) locations within the District's boundaries and in the office of the Denver County Clerk and Recorder at least 72 hours prior to the annual meeting. Such Notice was also published in the Daily Journal on October 14, 2013, at least 30 days prior to the annual meeting.

CONFLICTS OF INTEREST

Mr. Cockrel reported that Director Lehigh had previously filed a Disclosure of Potential Conflict of Interest Statement with the Board and the Secretary of State in accordance with statutory requirements. Such conflict arises from his respective employment relationship or officership or directorship positions with Forest City Stapleton, Inc., Stapleton Land, LLC, or other subsidiaries of Forest City Enterprises, Inc., the developer of property within the District, including entering into various reimbursement, funding, management and service agreements with the District or Park Creek Metropolitan District ("Park Creek" and together with the District, the "Districts").

Chair Harris also has previously filed a Disclosure of Potential Conflict of Interest Statement with the Board and the Secretary of State in accordance with statutory requirements. Such conflict arises from his respective directorship or officership position with Stapleton Development Corporation, a non-profit corporation, which is responsible for the disposition of the development property owned by the City and County of Denver ("City") within the District, including entering into agreements with the District or Park Creek and with SDC Services Corp., a subsidiary company, which provides administrative services to the Districts under the Professional Services Agreement.

Director Kearns also has previously filed a Disclosure of Potential Conflict of Interest Statement with the Board and the Secretary of State in accordance with statutory requirements. Such conflict arises from his directorship position on the Executive Board of the Stapleton Master Community Association, which has entered into

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the Management Services Agreement with Park Creek, and his directorship position with Stapleton Development Corporation, a non-profit corporation, which is responsible for the disposition of the development property owned by the City and County of Denver ("City") within the District, including entering into agreements with the District or Park Creek and with SDC Services Corp., a subsidiary company, which provides administrative services to the Districts under the Professional Services Agreement. Such relationships do not constitute statutory conflicts of interests.

All Disclosure of Potential Conflict of Interest Statements, whether filed for this meeting or previously, are deemed continuing in nature and are incorporated into the record of the meeting.

Directors Harris and Lehigh stated that they also serve on the Board of Directors of Park Creek.

All Directors acknowledged that the participation of at least three of them in the meeting was necessary to obtain a quorum of the Board or otherwise enable the Board to act; that written disclosures of potential conflicts of interest of Directors Harris, Lehigh and Kearns had been filed with the Board and the Secretary of State in accordance with statutory requirements; and that the nature of such Director's private interests related to their employment relationships or directorship or officership positions with either Forest City Stapleton, Inc., Stapleton Land, LLC, or other subsidiaries of Forest City Enterprises, Inc., or Stapleton Development Corporation or SDC Services Corp. or Stapleton Master Community Association. After Directors Harris, Lehigh and Kearns had summarily stated for the record the fact and nature of each of their private interests and had further stated that the determination to participate in voting or take any other action on any contract or other matter in which he may have a private interest would be made in compliance with Section 24-18-201(1)(b)(V), C.R.S., on an ad hoc basis, the Board turned its attention to the agenda items.

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BOARD VACANCY The Board discussed filling the vacancy on the Board. Acting Chair Kearns and Cheryl Cohen-Vader will search for potential candidates to fill the vacancy. The Board will consider this matter at the next meeting.

MINUTES The Board reviewed the Minutes of the August 22, 2013 special meeting. Upon motion duly made, seconded and unanimously carried, the Board approved such Minutes as presented.

TREASURER'S REPORT No Treasurer's Report was available.

2014 BUDGET HEARING Acting Chair Kearns then opened the public hearing to consider the proposed 2014 Budget for the District, after noting that the Notice Concerning Proposed Budget was published pursuant to statute. No public was present. Thereupon, Acting Chair Kearns closed the public hearing.

Mr. Fennelly presented and reviewed the Mill Levy Calculation/ Adjustment for 2014. The tax levy for operations will be 1.673 mills and for debt service 54.096 mills, totaling 55.769 mills.

Upon discussion, the Board determined to continue consideration of the 2014 Budget to December 4, 2013.

INCLUSION HEARING Acting Chair Kearns then opened the public hearing to consider the Petitions for Inclusion filed by Stapleton Development Corporation for the inclusion of property known as three (3) Stapleton Infrastructure Corridors along Central Park Boulevard and Dallas Street near Filing No. 41; Stapleton Filing No. 44 site, being a portion of Lot 1, Block 1, Stapleton Filing No. 13; Parcels A and B,

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Stapleton Filing No. 45; and Open space Parcel C, Stapleton Filing No. 45. No objections were filed. The hearing was then closed. Upon discussion and motion duly made, seconded and unanimously carried, the Board approved all inclusions and adopted the Order for Inclusion of Real Property, a copy of which is attached hereto and incorporated herein by this reference. The Board directed that Mr. Cockrel process the inclusion with the Denver District Court.

MAY 6, 2014
REGULAR
ELECTION

Mr. Cockrel then summarized the election proceedings and deadlines for the upcoming May 6, 2014 regular Board of Directors election. Self-Nomination and Acceptance forms must be filed with the District's Designated Election Official no later than February 28, 2014.

Thereupon, Mr. Cockrel presented the Election Resolution calling for the election; designating Micki L. Wadhams as the District's Designated Election Official for conducting the election; designating the location of the District's polling place; and providing authorization for the District's Designated Election Official to proceed with the conduct of the election as required by the Uniform Election Code, including the authority to cancel the election on or after March 4, 2014, if there are no more candidates than positions to be filled. Upon motion duly made, seconded and unanimously carried, the Board adopted the Election Resolution, a copy of which is attached hereto and incorporated herein by this reference.

LEGAL REPORT

Mr. Cockrel presented the 2012 Annual Report which was filed with the City Finance Department in accordance with the District's Service Plan and with the Division of Local Government and State Auditor pursuant to statute. Upon motion duly made, seconded and unanimously carried, the Board ratified approval of the 2012 Annual Report and the appropriate filings.

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MEETING
CONTINUED

Thereupon the meeting was continued to Wednesday, December 4,
2013, at 3:00 p.m., at the regular meeting location

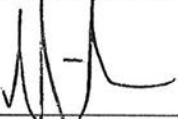

Secretary for the Meeting

APPROVED:

King H. Harris



John S. Lehigh, Jr.



Michael P. Kearns



Adam Sommers

NOTICE OF ANNUAL MEETING
OF THE BOARD OF DIRECTORS OF
WESTERLY CREEK METROPOLITAN DISTRICT

NOTICE IS HEREBY GIVEN that the annual meeting of the Board of Directors of the Westerly Creek Metropolitan District, City and County of Denver, Colorado, will be held at 7350 East 29th Avenue, Suite 300, Denver, Colorado, on Thursday, November 21, 2013, at 9:00 a.m.

AGENDA

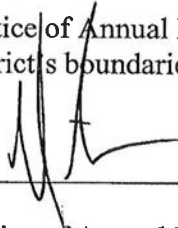
1. Public comment.
2. Disclosure of potential conflicts of interest.
3. Board member vacancy.
4. Approval of Minutes of August 22, 2013 special meeting.
5. Treasurer's Report.
 - Review and acceptance of current financial statements
6. Conduct public hearing on 2014 Budget and consider the approval of Resolution to adopt 2014 Budget, Set Mill Levies and Appropriate Sums of Money.
7. Conduct public hearing and consider approval of four (4) Petitions for Inclusion (three Stapleton Infrastructure Corridors along Central Park Boulevard and Dallas Street near Filing No. 41; Stapleton Filing No. 44 site, being a portion of Lot 1, Block 1, Stapleton Filing No. 13; Parcels A and B, Stapleton Filing No. 45; and Open space Parcel C, Stapleton Filing No. 45).
8. Attorney's Report (Paul Cockrel).
 - Consider adoption of Resolution Calling for 2014 Regular District Election
 - Ratify approval of 2012 Annual Report
9. Any other matter that may come before the Board.

This meeting is open to the public.

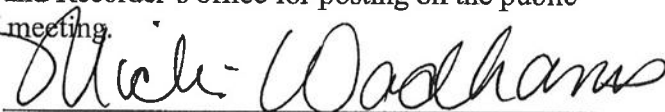
WESTERLY CREEK METROPOLITAN DISTRICT

By /s/ Michael Kearns
Secretary

I hereby certify that a copy of the foregoing Notice of Annual Meeting was, by me personally, posted in three (3) locations within the District's boundaries at least 72 hours prior to the meeting.



I hereby certify that a copy of the foregoing Notice of Annual Meeting was, by me personally, forwarded to the County Clerk and Recorder's office for posting on the public bulletin board at least 72 hours prior to the meeting.



NOTICE OF ANNUAL MEETING
OF THE BOARD OF DIRECTORS OF
WESTERLY CREEK METROPOLITAN DISTRICT

NOTICE IS HEREBY GIVEN that the 2013 Annual Meeting of the Board of Directors of the Westerly Creek Metropolitan District, City and County of Denver, Colorado, will be held at 7350 29th Street, Suite 300, Denver, Colorado, on Thursday, November 21, 2013, at 9:00 a.m. The agenda for such meeting will be posted no less than 24 hours prior to such meeting.

NOTICE IS FURTHER GIVEN that a file for the District is maintained by the City Clerk, City and County of Denver, 201 West Colfax Avenue, Denver, Colorado; and the names and addresses of the members of the Board of Directors of the Westerly Creek Metropolitan District are as follows:

King H. Harris, Chairman
7350 East 29th Street, Suite 300
Denver, Colorado 80238

Michael P. Kearns
2393 Alton Street
Denver, Colorado 80238

John S. Lehigh, Jr.
7351 East 29th Street, Suite 201
Denver, Colorado 80238

Adam Sommers
2821 Fulton Street
Denver, Colorado 80238

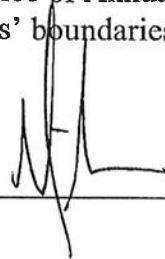
This meeting is open to the public.

WESTERLY CREEK METROPOLITAN DISTRICT

By: /s/ Michael P. Kearns
Secretary

Published in: Daily Journal
Published on: October 14, 2013

I hereby certify that a copy of the foregoing Notice of Annual Meeting was, by me personally, posted in three locations within the Districts' boundaries at least 72 hours prior to the meeting.



I hereby certify that a copy of the foregoing Notice of Annual Meeting was, by me personally, forwarded to the Denver County Clerk and Recorder's office for posting on the public bulletin board at least 72 hours prior to the meeting. Such Notice was also published in the Daily Journal on October 14, 2013, at least 30-days prior to the meeting, as reflected on the Publisher's Affidavit attached hereto.





**McGRAW HILL
CONSTRUCTION**

McGRAW HILL FINANCIAL

AFFIDAVIT

INVOICE #: A356491 01

ACCOUNT #: A30029735

INVOICE DATE: 10/16/13

INQUIRIES TO:

TEL: 866 - 260 - 9240 FAX: 855 - 323 - 987

BILL TO: COLLINS COCKREL & COLE
MICKI L WADHAMS
390 UNION BLVD STE 400
DENVER CO 80228

ADVERTISER/AGENCY:



**McGRAW HILL
FINANCIAL**

PUBLICATION: DENVER DAILY JOURNAL

STATE OF COLORADO
COUNTY OF DENVER

I, KARINA MORALES, OF THE CITY AND COUNTY OF MERCER, STATE OF NEW JERSEY, HAVING DULY BEEN SWORN, DEPOSES AND SAYS:
I AM NOW AND AT ALL TIME HEREINAFTER MENTIONED A CITIZEN OF THE UNITED STATES OF AMERICA, OVER TWENTY - ONE YEARS OF AGE, AND COMPETENT TO BE A WITNESS ON THE HEARING OF THE MATTERS MENTIONED IN THE ANNEXED PRINTED COPY NOTICE HEREINAFTER SET FORTH; I HAVE NO INTEREST WHATSOEVER IN ANY OF THE SAID MATTERS; I AM NOW AND DURING ALL TIMES EMBRACED IN THE PUBLICATION HEREIN MENTIONED WAS THE CHIEF CLERK OF THE NEWSPAPER, A NEWSPAPER OF GENERAL CIRCULATION PRINTED AND PUBLISHED IN SAID CITY AND COUNTY; AS CHIEF CLERK DURING ALL TIME MENTIONED IN THE AFFIDAVIT I HAVE HAD AND I STILL HAVE CHARGE OF ALL ADVERTISEMENTS AND NOTICES PUBLISHED IN SAID NEWSPAPER; THAT SAID LEGAL NOTICE OF WHICH THE ANNEXED IS A TRUE PRODUCTION COPY OF THE PRINTED PAGE IN WHICH THE ADVERTISEMENT WAS PUBLISHED IN THE ABOVE NAMED NEWSPAPER ON THE FOLLOWING DAYS TO WIT:

10/14/13 - PARK CREEK MD 11/21/13

I CERTIFY (OR DECLARE) UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT.

SIGNED,

CHIEF CLERK

PAID ADVERTISEMENTS

PUBLIC NOTICES

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Place your ad by 10:30 am (Mountain) today to print in tomorrow's edition.

FIRST PUBLICATION

JUVENILE COURT CITY AND COUNTY OF DENVER STATE OF COLORADO 580 W. Colfax Ave. Denver, CO 80204

Case Number: 13JV1415 Courtroom: 2C Division: E

The People of the State of Colorado in the Interest of CHILDREN; NEKO ANGELO CASILLAS AND BISHOP ALCAPONE CASILLAS Petitioner; The Denver Department of Human Services Respondents; CELINA ELIZABETH CASILLAS, KEITH ANTHONY WEATHERSPOON, RONNE ERIC ROBINSON, JOHN DOE AND ALL OTHERS CLAIMING INTEREST IN SAID CHILDREN Special Respondents; SAMUEL ROYCE BUSBY AND KATHERINE ANN CASILLAS Attorney for Petitioner; Name: LEAH L. AUDIN, Assistant City Attorney Address:

o/o Denver Department of Human Services 1200 Federal Boulevard Denver, CO 80204 DENVER CITY ATTORNEY Phone Number: (720) 944-8473 FAX Number: (720) 944-8459 E-mail: leah.audin@denvergov.org Atty. Reg.: #9816

DEPENDENCY SUMMONS

This summons is initiated pursuant to Rule 4 of the Colorado Rules of Civil Procedure and §19-3-503 of the Colorado Revised Statutes (C.R.S. (2012)). TO THE RESPONDENTS: You are hereby notified that a petition has been filed which alleges that the above named child is dependent or neglected as per the facts set forth in paragraph six of the Dependency or Neglect Petition, a copy of which is attached hereto.

A hearing has been set for November 18, 2103 at 10:00 a.m., in Denver Juvenile Court, Courtroom 2C, in the City and County of Denver, State of Colorado, on the second floor of the Lindsey-Planigan Courthouse, 520 W. Colfax Ave., Denver Colorado, 80204.

Your presence before this Court is required to defend against the claims in this petition. IF YOU FAIL TO APPEAR, THE COURT WILL PROCEED IN YOUR ABSENCE, WITHOUT FURTHER NOTICE, TO CONDUCT AN ADJUDICATORY HEARING AND MAY ENTER A JUDGMENT BY DEFAULT THEREBY ADJUDICATING YOUR CHILD A DEPENDENT OR NEGLECTED CHILD.

You have the right to request a trial by jury at the adjudicatory stage of this petition. You have the right to a hearing before a judge in all stages of this proceeding, with the exception of detention hearings held pursuant to §19-3-403, 6 C.R.S. (2012). If you waive your right to a hearing before a judge, you will be bound by the findings and recommendations of the magistrate, subject to a request for review. If you fail to request a hearing before the judge at the time the hearing is set, or within five days of receiving notice that a hearing has been set before the magistrate, your right to a hearing before the judge will be deemed waived. You also have the right to legal representation at every stage of the proceedings by counsel of your own choosing or, if you are without sufficient financial means, appointment of counsel by the Court. Termination of your parent-child legal relationship to free your child for adoption is a possible remedy in this proceeding. If that remedy is pursued, you are entitled to a hearing before a Judge. You also have the right, if you are indigent, to have the Court appoint, at no expense to you, one expert witness of your own choosing at any hearing on the termination of your parent-child legal relationship. If you are a minor, you have the right to the appointment of a guardian ad litem to represent your best interests.

This summons is being initiated by the Denver Department of Human Services through its counsel, the Denver City Attorney's Office.

Done this 20th day of August, 2013. Leah L. Audin, #9816 Assistant City Attorney representing the Denver Department of Human Services 1200 Federal Boulevard Denver, Colorado 80204 720-944-8473

Witness by signature and seal of the Court on August 20, 2013. Clerk of the Juvenile Court By: Phyllis Ruybal, Deputy Clerk

Published: October 14, 2013 in The Daily Journal

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NOTICE OF MEETING OF THE BOARD OF DIRECTORS OF THE DENVER GATEWAY CENTER METROPOLITAN DISTRICT

880

NOTICE is hereby given that a meeting of the Board of Directors of the Denver Gateway Center Metropolitan District, of the City and County of Denver, State of Colorado, shall be held at 3:00 P.M. on November 18, 2013 at Watterson & Fair Management, 905 West 124th Avenue, Suite 210, Westminster, Colorado 80234.

The District's mailing address is: Special District Management Services, Inc., 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228, and the office telephone number is 303-987-0835, fax number is 303-987-2032 and e-mail address is ljacoby@sdmsl.com.

The City and County of Denver maintains a file regarding the District.

DENVER GATEWAY CENTER METROPOLITAN DISTRICT

By: /s/ Russell N. Watterson, Sr. President

Published: October 14, 2013 in The Daily Journal

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NOTICE OF ANNUAL MEETING OF THE BOARD OF DIRECTORS OF PARK CREEK METROPOLITAN DISTRICT

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NOTICE IS HEREBY GIVEN that the 2013 Annual Meeting of the Board of Directors of the Park Creek Metropolitan District, City and County of Denver, Colorado, will be held at 7350 29th Street, Suite 300, Denver, Colorado, on Thursday, November 21, 2013, at 9:15 a.m. The agenda for such meeting will be posted no less than 24 hours prior to such meeting.

NOTICE IS FURTHER GIVEN that a file for the District is maintained by the City Clerk, City and County of Denver, 1437 Bannock Street, Denver, Colorado; and the names and addresses of the members of the Board of Directors of the Park Creek Metropolitan District are as follows:

King H. Harris, Chairman 7350 East 29th Street, Suite 300 Denver, Colorado 80238

John H. Moyer 7350 East 29th Street, Suite 300 Denver, Colorado 80238

Cheryl Cohen-Vader 7350 East 29th Street, Suite 300 Denver, Colorado 80238

John S. Lehigh, Jr. 7351 East 29th Street, Suite 201 Denver, Colorado 80238

James D. Chrisman 7351 East 29th Street, Suite 201 Denver, Colorado 80238

This meeting is open to the public.

PARK CREEK METROPOLITAN DISTRICT

By /s/ James D. Chrisman Secretary

Published: October 14, 2013 in The Daily Journal

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NOTICE OF ANNUAL MEETING OF THE BOARD OF DIRECTORS OF WESTERLY CREEK METROPOLITAN DISTRICT

703

NOTICE IS HEREBY GIVEN that the 2013 Annual Meeting of the Board of Directors of the Westerly Creek Metropolitan District, City and County of Denver, Colorado, will be held at 7350 29th Street, Suite 300, Denver, Colorado, on Thursday, November 21, 2013, at 9:00 a.m. The agenda for such meeting will be posted no less than 24 hours prior to such meeting.

NOTICE IS FURTHER GIVEN that a file for the District is maintained by the City Clerk, City and County of Denver, 201 West Colfax Avenue, Denver, Colorado; and the names and addresses of the members of the Board of Directors of the Westerly Creek Metropolitan District are as follows:

King H. Harris, Chairman 7350 East 29th Street, Suite 300 Denver, Colorado 80238

Michael P. Kearns 2393 Alton Street Denver, Colorado 80238

John S. Lehigh, Jr. 7351 East 29th Street, Suite 201 Denver, Colorado 80238

Adam Sommers 2821 Fulton Street Denver, Colorado 80238

This meeting is open to the public.

WESTERLY CREEK METROPOLITAN DISTRICT

By /s/ Michael P. Kearns Secretary

Published: October 14, 2013 in The Daily Journal

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FOR LEGAL NOTICES IN THE DAILY JOURNAL

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WESTERLY CREEK METROPOLITAN DISTRICT

A RESOLUTION CALLING FOR THE 2014 REGULAR DISTRICT ELECTION

WHEREAS, the terms of office of Directors John S. Lehigh, Adam Sommers and a vacant position shall expire after their successors are elected at the regular special district election to be held on May 6, 2014 ("Election") and have taken office; and

WHEREAS, in accordance with the provisions of the Special District Act ("Act") and the Uniform Election Code of 1992 ("Code") or any amendments thereto, the Election must be conducted to elect two (2) Directors to serve for a term of four (4) years and one (1) Director to serve for a term of two (2) years.

NOW, THEREFORE, be it resolved by the Board of Directors of the Westerly Creek Metropolitan District ("District") in the City and County of Denver and County of Adams, State of Colorado that:

1. The regular election of the eligible electors of the District shall be held on May 6, 2014, between the hours of 7:00 a.m. and 7:00 p.m. pursuant to and in accordance with the Act, the Code and other applicable laws. At that time, two (2) Directors will be elected to serve a four-year term and one (1) Director will be elected to serve a two-year term.

2. There shall be one election precinct for the convenience of the eligible electors of the District, the boundaries of which shall be identical to the boundaries of the District, and there shall be one (1) polling place at the following location:

7350 East 29th Avenue
Suite 300
Denver, Colorado 80238

situate in the City and County of Denver, State of Colorado. This polling place shall also be the polling place for disabled electors and for eligible electors not residing within the District. If the Designated Election Official deems it to be more expedient for the convenience of the eligible electors of the District (who are also eligible electors in other special districts with overlapping boundaries which are conducting elections on the Election day), the Election may be held jointly with such special districts in accordance with coordinated election procedures as set forth in an agreement between all participating special districts. In such event, the election precincts and polling places shall be as set forth in such agreement. The Designated Election Official is authorized to execute such agreement on behalf of the District, which agreement shall include provisions for the allocation of responsibilities for the conduct and reasonable sharing of costs of the coordinated Election.

2. The Board of Directors hereby designates Micki L. Wadhams as the Designated Election Official of the District, who is hereby authorized and directed to proceed with any action necessary or appropriate to effectuate the provisions of this Resolution and of the Act, the Code or other applicable laws. The Election shall be conducted in accordance with the Act, the Code and other applicable laws. Among other matters, the Designated Election Official shall publish the call for nominations, appoint election judges as necessary, appoint the Canvass Board, arrange for the required notices of election, and printing of ballots, and direct that all other appropriate actions be accomplished.

3. Applications for absentee ballots may be filed with the Designated Election Official at 7350 East 29th Avenue, Suite 300, Denver, Colorado 80238, no later than the close of business on the Friday immediately preceding the election (Friday, May 2, 2014).

4. Self-Nomination and Acceptance forms are available at the Designated Election Official's office located at the above address. All candidates must file a Self-Nomination and Acceptance form with the Designated Election Official no later than the close of business on Friday, February 28, 2014.

5. If the only matter before the electors is the election of Directors of the District and if, at the close of business on March 4, 2014, there are not more candidates than offices to be filled at the Election, including candidates timely filing affidavits of intent no later than March 3, 2014, the Designated Election Official shall cancel the Election and declare the candidates elected. Notice of such cancellation shall be published and posted in accordance with the Code.

6. If any part or provision of this Resolution is adjudged to be unenforceable or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of this Resolution, it being the Board's intention that the various provisions hereof are severable.

7. Any and all actions previously taken by the Designated Election Official or the Secretary of the Board of Directors or any other persons acting on their behalf pursuant to the Act, the Code or other applicable laws, are hereby ratified and confirmed.

8. All acts, orders, and resolutions, or parts thereof, of the Board which are inconsistent or in conflict with this Resolution are hereby repealed to the extent only of such inconsistency or conflict.

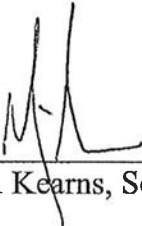
9. The provisions of this Resolution shall take effect immediately.

ADOPTED AND APPROVED this 21st day of November, 2013.

WESTERLY CREEK METROPOLITAN
DISTRICT

By /s/
King H. Harris, Chair

ATTEST:

By 
Michael Kearns, Secretary