

**CONFLICTS DISCLOSURE FORM**

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**TO: THE BOARD OF DIRECTORS OF HEADWATERS METROPOLITAN DISTRICT; AND THE SECRETARY OF STATE**

**FROM: CHRISTOPHER P. HARFF**

**RE: Disclosure of Conflict or Potential Conflict of Interest**

I, Christopher P. Harff, am a member of the Board of Directors (the “**Board**”) of Headwaters Metropolitan District, (the “**District**”).

In accordance with Section 24-18-109(3)(b), Section 24-18-110, Section 32-1-902, and Section 18-8-308, C.R.S., I hereby give notice to the District and the Secretary of State that to the best of my knowledge, information and belief, and as disclosed herein, I have a conflict or a potential conflict of interest which may impinge on my fiduciary duty and the public trust with respect to the matters set forth herein.

Further, in accordance with applicable law, this disclosure contains information regarding my ownership of any interest in property within the boundaries of the District, and any affiliation I may have with any business(es) or other private entity(ies) and the amount of any financial interest with respect to my qualification as a director and to any other specific transaction under consideration by the Board of the District, which may give rise to my conflict or potential conflict of interest.

The interests in property within the District and business ventures described in this Disclosure Form may create the potential for conflicts of interest in my service as a member of the Board, in that actions under consideration or actions officially taken by the Board may benefit, directly or indirectly, my interests as disclosed herein. Such actions may include, but are not limited to: authorization of construction of public improvements, actions to engage contractors for improvements or services, actions relative to various requirements of state, local and federal laws and other matters to keep the District in good standing as a political subdivision of the State of Colorado, issuance of bonds or incurrence of other financial obligations in furtherance of the District’s activities, approval of reimbursement agreements with business ventures in which I have a financial interest or in which I have a personal interest, establishing and collecting fees and taxes, approval of payments and other official actions or decisions of the Board, and negotiations relative to any such matters.

Please check Yes or No for each question and fill out where applicable.

1. Do you have any real or personal property (i.e. taxable business property) interests within the boundaries of the District or that may be affected by activities of the District?  X  Yes   No

If yes, please describe the location and size of the property and the percentage you own or the extent of your personal interest.

Property

That portion of Section 4, Township 1 North, Range 76 West of the 6th Principal Meridian, County of Grand, State of Colorado, described as follows:  
That portion of the SW<sup>1</sup>/<sub>4</sub> NW<sup>1</sup>/<sub>4</sub>, located north of the Denver and Rio Grande Western Railroad right-of-way.

Interest: Undivided 1/6<sup>th</sup> interest.

I am obligated to pay taxes under a contract to purchase real property located within the boundaries of the District.

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2. Do you have any interest in any business or businesses that may become involved with or are affected by the activities of the District?    \_\_\_ **Yes** \_\_X\_\_ **No**

If yes, please list the business or businesses and the extent of your ownership.

<u>Business</u>	<u>Percentage Interest</u>
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3. Are you a director or officer in any business or businesses that may become or are currently involved with or affected by the activities of the District?    \_\_\_ **Yes** \_\_X\_\_ **No**

If yes, please list the business or businesses and the office held.

<u>Business</u>	<u>Office</u>
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4. Do you personally have a loan or debtor interest which may be affected by action of the District's board?    \_\_\_ **Yes** \_\_X\_\_ **No**

If yes please list the entities that you have loaned money to, or that have loaned money to you and the amount of the loan or debtor interest

<u>Business</u>	<u>Amount</u>
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5. Do you have a creditor interest in any insolvent business or businesses that may become involved with or are affected by the activities of the District? \_\_\_ Yes X No

If yes, please list the business or businesses, the extent of your interest in the business and the amount of your creditor or debtor interest.

<u>Business</u>	<u>Percentage Interest</u>
_____	_____
_____	_____

6. Are you currently employed by, or in negotiations for employment with, any business or businesses that may become involved with or are affected by the activities of the District? \_\_\_ Yes X No

If yes, please list the business or businesses and the amount of compensation (i.e. salary, bonus or compensation based on profitability of the business) and/or other compensation.

<u>Business</u>	<u>Compensation</u>
_____	_____
_____	_____

7. Do you provide services to any business or businesses that may become involved with or are affected by the activities of the District? \_\_\_ Yes X No

If yes, please list the business or businesses, the type of services provided, the time period the services were or will be provided and the type and amount of compensation.

<u>Business</u>	<u>Services</u>	<u>Purpose</u>	<u>Time Period</u>	<u>Compensation</u>
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

8. I have the following additional personal or private interests which may create a potential conflict of interest: \_\_\_\_\_  
None

9. Are you a member of an executive board of an owners' association located within the boundaries of the District? (i.e., a HOA, POA or similar) \_\_\_ Yes X No

If yes, please list the name of the association and the office you hold.

\_\_\_\_\_

*[signature page follows]*

In addition to the foregoing disclosure, which shall be deemed a continuing disclosure, and shall apply to all actions taken at meetings of the Board for which I am a participant, and shall, by the filing hereof with the Board and the Secretary of State, be deemed made at least 72 hours in advance of any such meeting, in accordance with law, I may also have a conflict or potential conflict of interest with respect to the following specific transactions which may come before the Board:

1. Exhibit A which is the agenda for the meeting.



Signature: \_\_\_\_\_

**EXHIBIT A**  
(Meeting Agenda)

# Headwaters Metropolitan District

## NOTICE OF SPECIAL MEETING

Notice is hereby given that a Special Meeting of the Board of Directors of Headwaters Metropolitan District will be held on **Saturday, May 30, 2020 at 9:00 a.m.**

*Due to the State of Emergency declared by Governor Polis and Public Health Order 20-28 and the threat posed by the COVID-19 coronavirus, this meeting will be held via teleconferencing and can be joined through the following directions:*

<https://zoom.us/j/93562531927?pwd=R3dQaDI2ZlRnbmRJTkRLcDBUZmZsZz09>

Call in #: 1-346-248-7799  
Meeting ID: 935 6253 1927  
Password: 766715

### AGENDA

- 1) Call to Order
- 2) Declaration of Quorum / Director Conflict of Interest Disclosures
- 3) Approval of Agenda
- 4) Consideration of Contract with **XYZ Company** for Golf Course operations and management for the 2020 Season.
- 5) No public comment due to time constraints
- 6) Adjournment

### BY ORDER OF THE BOARD OF DIRECTORS HEADWATERS METROPOLITAN DISTRICT

<u>DISTRIBUTION:</u>	<u>Term</u>	
Lance Badger, President	2022	Clint Waldron, White Bear Ankele Tanaka & Waldron
Christopher Harff, Vice Pres	2022	Eric Weaver, CPA, District Acct and Administrator
Randel Lewis, Foundation Consulting;		
Nicholas Dyer, Esq; Caroline Fuller, Esq; Jessica Alizadeh: Esq. Fairfield and Woods, PC		