

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
HIGH PRAIRIE FARMS METROPOLITAN DISTRICT
DOUGLAS COUNTY, COLORADO**

March 7, 2018

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, March 7, 2018, at the Pinery Water and Wastewater District, 5242 Old School House Road, Parker, Colorado. The meeting was called to order by President D'Ambrosio at 8:02 AM.

The purpose of the meeting was stated to be consideration of any and all business that may come before the Board of Directors. Notice of the meeting was duly posted as required by law, as evidenced by the Certificates of Posting attached to these minutes.

The following Directors were present:

Richard R. Nelsen
Ines D'Ambrosio
Mert Wiechman
Sheldon Irish
Charles Simmons was absent and excused from the meeting

Also present were:

Kevin Collins, of Clifton Larson Allen LLP (CLA), accountants for the District
Susan L. Elkins, of Susan L. Elkins, L.L.C., attorney for the District
Kenny Black, Manager of the District
Bob Gall, Homeowner in the District
Roger Christensen, Homeowner in the District
Bob Cavallo, Homeowner in the District
Jeremiah Larabee, Homeowner in Misty Pines

Disclosure of Potential Conflicts of Interest:

Each Director present stated for the record the fact of his potential conflicting interest and briefly described the nature of that interest by referring to a disclosure statement which had been duly filed with the Board and with the Colorado Secretary of State at least 72 hours earlier. Each Director's disclosure statement was available for review to the Board members and anyone present at the meeting. The Board ordered each such letters to be retained in the official records of the District. Since all Directors had conflicting interests, it was noted that all Directors

participation was necessary to obtain a quorum and enable the body to act.

The Board noted that Jeremiah Larabee, a homeowner from Misty Pines was present to discuss an encroachment of a free-standing structure located primarily on his property that is encroaching on District open space. Director D'Ambrosio moved and Director Irish seconded a motion to take this issue out of order at 8:05 AM. Upon a roll call vote, Directors Nelsen, Wiechman, Irish and D'Ambrosio voted "AYE."

Mr. Larabee indicated that he purchased this property a couple of months ago. He wanted to make improvements to the free-standing structure on the property. When he applied for a permit to do the work, the County informed him the structure was built on the property without a permit and that the structure did not comply with the setback requirements and more importantly, the structure encroached upon the open space belonging to the District. Mr. Larabee would like to work with the District to see if there is a way to buy or trade some property so that the building could then be totally on property owned by him.

The Board discussed various issues. Ms. Elkins informed the Board that the situation was further complicated because his home is in a different subdivision and it would require changes to the subdivision boundaries. The District has the ability to buy and sell land so long as the sale is for a fair market value. The District can also include and exclude property. The County is willing to work with Mr. Larabee. The Board informed Mr. Larabee that he would be responsible for any fees or costs associated with any transaction. Director Irish volunteered to attend a meeting with the County. The Board authorized Ms. Elkins and Director Irish to attend a pre-submittal meeting with the County on March 22, 2018 to see what the process might be.

The Board concluded this issue and returned to the regular session at 8:25 AM.

Approval of Minutes:

Each Director present acknowledged receipt of a copy of the minutes of the February 7, 2018 regular meeting and the February 21, 2018 special meeting. Following discussion and review, Director D'Ambrosio MOVED and Director Nelsen SECONDED a motion to approve the minutes of the February 7, 2018 regular meeting and the February 21, 2018 special meeting as presented. Upon a roll call vote, Directors Nelsen, Irish, Weichman and D'Ambrosio voted "AYE." The motion was declared PASSED.

Payment of Bills:

The disbursement schedule is for invoices currently due in the amount of \$34,129.45 and the payment of the directors' fees for the current meeting. Mr. Collins presented the Financial Statement as of January 31, 2018, and updated schedule of cash position as of March 7, 2018. Following discussion and review, Director Nelsen MOVED and Director Wiechman SECONDED a motion to accept the schedule of cash position as of February 7, 2018 as presented and approve payment of the invoices currently due in the amount of \$34,129.45 and for the payment of the directors' fees for the March 7, 2018 meeting. Upon a roll call vote, Directors Nelsen, Irish, Weichman and D'Ambrosio voted "AYE." The motion was declared

PASSED. The Financial Statement is attached to these minutes.

Mr. Collins presented the final 2017 audit. Following discussion and review, Director D'Ambrosio MOVED and Director Irish SECONDED a motion to approve the independent auditor's report and communications letter dated February 23, 2018 and to authorize Mr. Collins to file it with the State Auditor. Upon a roll call vote, Directors Nelsen, Irish, Weichman and D'Ambrosio voted "AYE." The motion was declared PASSED.

Old Business:

Security Coalition/S. Pinery Patrols: Nothing new to report. Director D'Ambrosio reported that she still had not received any reports and will again contact the Coalition for an update. Director D'Ambrosio believes there is a meeting in April that she and Director Irish will attend.

School District Property: Director Simmons was absent and excused from the meeting so this matter was tabled until the next meeting.

Entryway Beautification: Mr. Gall reported that he was unable to make contact with Ms. Treton on phase 2 of the entryway, the area from the deer monument east. He suggested a simple plan for lighting and some Mugo Pines. Mr. Black indicated that there is access to water and suggested that Mr. Gall contact JR Sprinklers to get a bid on the cost. Mr. Gall was directed to work with Mr. Black and Ms. Black on enhancing the area.

Update on UD, DC and HPF IGA: Ms. Elkins reported that she was going to contact UD and DC to attempt to focus on moving forward with hiring a consultant to do the study.

New Business:

GESC Permit: Ms. Elkins indicated that she had delivered the GESC permit to Douglas County and hoped to hear soon if there are any issues.

2018 Election and Appointment of Election Official: Ms. Elkins indicated as of close of business March 6, 2018 there were no more candidates than vacancy and she is canceling the election and will file the appropriate documents and publish the Notice of Cancellation.

Trails in Filing 27 and 30: Nothing new to report.

Spring Tour: The spring tour of the District is scheduled for April 12, 2018. The Board discussed the possibility of postponing the regularly scheduled meeting currently set for April 4, 2018 to April 12, 2018 at 8:00 AM and then have the special meeting for the tour of the District. Because of the nearness to the May 2, 2018 meeting, the Board discussed continuing that meeting to May 9, 2018. Following discussion and review, Director Nelsen MOVED and Director Wiechman SECONDED a motion to continue the April 4, 2018 to April 12, 2018 and to immediately follow that with a special meeting which will be the spring tour and MOVED to continue the May 2, 2018 meeting to May 9, 2018. Upon a roll call vote, Directors Nelsen, Irish, Weichman and D'Ambrosio voted "AYE." The motion was declared PASSED.

5K Fun Run on May 12, 2018: Director Irish indicated that there is a proposed 5K Fun Run that would propose to use the District walking trails at Fox Sparrow/Windhaven. The Board discussed the need for the participants to stay on the trail, clean up after the race and remove any signs. Director Irish was authorized to communicate that to the planners and get their approval to comply.

Manager's Report: Kenny Black reported as follows:

- Mr. Black received an estimate from Daughenbaugh to dredge two retention ponds for \$31,400 and a bid from GLS Farms (used by the developer) for \$12,600. Mr. Black also received an estimate from Daughenbaugh to grade and pave the golf cart path for \$9,200 + an unknown amount for equipment rental and a bid from GLS Farms for \$14,000. Following discussion and review, Director Irish MOVED and Director D'Ambrosio SECONDED a motion to authorize GLS to do the dredging of the two retention ponds and the improvements to the golf cart path for an amount not to exceed \$26,000. Upon a roll call vote, Directors Nelsen, Irish, Weichman and D'Ambrosio voted "AYE." The motion was declared PASSED.
- The Board discussed using the Website to feature the projects described above.
- Mr. Black has extended the swing set supports and added one bucket swing to each swing set in each pocket park.
- Adopt a Road. At the last meeting the Board discussed adopting a road for cleaning up the trash from Thunderhill to Democrat and from Thunderhill to Parker Road. Following discussion and review, Director Nelsen MOVED and Director Irish SECONDED a motion to Adopt A Road for cleaning up the trash from Thunderhill to Democrat and from Thunderhill to Parker Road. Upon a roll call vote, Directors Nelsen, Irish, Weichman and D'Ambrosio voted "AYE." The motion was declared PASSED.

Other Business:

IREA Screening of Electrical Box: Mr. Black will call Noelle Hoelsken to follow up on the screening.

Building Envelope Adjustment, Pinery Filing 22, Lot 75: Director D'Ambrosio reported that she had reviewed the homeowner request and looked at the lot. The homeowner requested permission to change the building envelope to accommodate the reconstruction and expansion of the existing deck. Director D'Ambrosio indicated that her concern was that given the topography of the lot, access for construction may necessitate using the open space. The Board concurred with responding to the request indicating that any construction equipment may not be on or through the District open space without permission which will not be given unless there is restoration of any damage to the open space.

Adjournment:

There being no further business to come before the Board of Directors, the meeting was adjourned at 9:40 AM. The next meeting is scheduled for April 12, 2018 at 8:00 AM at the

Water District to be followed by a special meeting consisting of the spring tour of the District property.

Richard R. Nelsen
Richard R. Nelsen, Secretary

APPROVED:

Ines D' Ambrosio
Ines D' Ambrosio

Charles Simmons, III
Charles Simmons, III

Sheldon Irish
Sheldon Irish

Merton Wiechman
Merton Wiechman