

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

January 6, 2021

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, January 6, 2021, virtually and at the home of Roger Christensen, Board Member, 9140 Windhaven Drive, Parker, CO. The meeting was called to order by President Richard Nelsen at 9:04 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.

The following Directors were present:

Sheldon Irish
Roger Christensen
Richard R. Nelsen
Ines D'Ambrosio

Also present were:

Kevin Collins, Nancy Bach, and Paul Niedermuller, Accountants, Nancy Bach of Clifton Larson Allen LLP (CLA)
Matt Urkoski and Jordan Honea and of Clifton Larson Allen LLP (CLA), Public Managers for the District
Susan L. Elkins, of Susan L. Elkins, L.L.C., attorney for the District
Matt Miller, Manager of the District
Bob Gall, Steve VanMeter, and Ashleigh Farrell, Homeowners within the District

Disclosure of Potential Conflicts of Interest:

Each Director present has signed a disclosure statement which has been duly filed as required by statute. Since all Directors have conflicting interests, it was noted that participation by all Directors is necessary to obtain a quorum and enable the body to act.

Approval of Minutes:

Each Director present acknowledged receipt of a copy of the minutes of the November 4, 2020 special meeting and the December 2, 2020 canceled meeting. Following discussion and review, Director Nelsen MOVED, and Director Irish SECONDED a motion to approve the minutes of the December and January meetings, as presented. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Payment of Bills: Ms. Bach introduced Paul Niedermuller, accountant for CLA who will represent the District following Mr. Collins retirement. Ms. Bach reviewed the Financial Statement and Schedule of Cash Position updated as of November 30, 2020 and payment of claims on the disbursement schedule in the amount of \$81,490.19 with the Board and answered any questions. The disbursement schedule is for invoices currently due in the amount of \$81,490.19 and the payment of the directors' fees for the current meeting. Following discussion and review, Director Christensen MOVED and Director D'Ambrosio SECONDED a motion to accept the Financial Statement and updated Schedule of Cash Position and Statement of Revenues, Expenditures and Change in Net Position as presented and to approve payment of the invoices currently due in the amount of \$81,490.19 and for the payment of the directors' fees for the current meeting. Upon a roll call vote, Directors Nelsen, Christensen, Irish, and D'Ambrosio voted "AYE." The motion was declared PASSED. The Financial Statement and Disbursement Schedule are attached to these minutes.

Old Business:

Timbers Creek Update: Ms. Elkins reported that the amendment to IGA between Urban Drainage, Douglas County and the District having to do with Contract 17-04.10E, (Final Design, Right-of-Way Acquisition and Construction of Drainage and Flood Control Improvement for Timbers Creek) reflecting an additional contribution by Douglas County of \$400,000 to the project has been signed and finalized. Mr. Miller reported that there has been no contact regarding deer in the fence since the last meeting. He anticipates there will be more in the spring. Ms. Bach reported that the District has been reimbursed for the costs paid by the District for the cost associated with Timbers Creek through November. She will invoice for the costs for December.

Rock Walls: Mr. Miller reported that the Sage Thrasher rock wall is completed and he is satisfied with the work and it looks good. He indicated that next rock wall to be restored is near the water storage tank and across the Parkway from Saddle Creek and Single Tree and the estimate is approximately \$64,000. The Board discussed the cost and breadth of the work and felt that it was appropriate.

Christmas Lights: Mr. Miller discussed the issues that arose with the Christmas lights at the entryway. The Board was pleased with final result. The Board approved reimbursing Mr.

Miller for the costs of the lights he purchased. Because of the height of the trees and the equipment needed, the Board will use Sav-ATree next year.

Horse Statue: The Board discussed the restoration of the horse statue and entryway to Filing 1A. Ms. Farrell voiced her concerns about the appearance of the horse and entryway and indicated that she did not have the history of the transfer of ownership of the horse statue to the District and how it came to be owned by the District. Ms. Elkins and Ms. Bach provided the history and indicate the transfer occurred in January of 2010. Mr. Miller then discussed the work done to refurbish the statue and the method of refurbishment based upon the quality and materials used to make the statue. Ms. Elkins provided information on the communication with Mr. Krroll, manager for Filing 1A at the time, which established that Filing 1A provided input on the color of the statue. No action was taken on this matter.

New Business:

Contact the District & Website Usage: Ms. Honea indicated that the website activity was down and is typical during December. The Board was reminded that for postings on NextDoor, a draft of the posting should be sent to Director Nelsen and Susan Elkins for review and they will send it to Ms. Honea and Mr. Urkoski for review and posting. They will contact the various HOA presidents to try to get the information out to homeowners.

Ms. Elkins indicated that there is still a vacancy on the Board. Steve VanMeter indicates that he is interested in being on the Board. The Board discussed Gary Ellis' interest and Director Irish will follow up with him to see if he interested.

Resolution Meeting Time and Location: The Board discussed the issue of virtual meetings versus in person meetings. Ms. Honea presented the annual Resolution regarding Meeting Time and Location. Following discussion and review, Director Nelsen MOVED, and Director Irish SECONDED a motion to approve resolution with monthly meetings on the first Wednesday of the month at 9AM virtually and at Director Christensen's home. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED. Ms. Honea will draft the resolution.

Wildfire Mitigation Efforts: South Metro Fire did a wildfire assessment of the District property and provided feedback on open space areas with grasses that need mitigation. In general, the District is doing a great job with wildfire mitigation. Mr. Miller did significant mowing in open space. Mr. Miller noted that Filings 27 and 29 and some smaller areas in Filings 26 and 24 need mitigation. High Prairie Tree and Turf will provide the necessary mitigation for an amount not to exceed \$25,000. That amount is within the budget.

Household Chemical Roundup Request for Donation: Ms. Elkins reported that she had received a letter from Tri-County Health requesting a donation of \$500 for the annual

chemical roundup. Ms. Bach indicated that historically that amount had been donated in the past. Following discussion and review, Director Irish MOVED, and Director D'Ambrosio SECONDED a motion to approve the donation in the amount of \$500 for the annual household chemical roundup as presented. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Property & Casualty Insurance: Ms. Honea and Ms. Bach reported that some of the fencing along the equestrian trail is not insured. Mr. Urkoski and Ms. Honea are determining the cost of insuring the fence. Mr. Miller reported that the fence is brittle and heavy hailstorm could cause a great deal of damage. The replacement of the fence could cost in excess of 1million dollars. The Board discussed the necessity of the fence and Ms. Elkins reported that there is an easement and the District is required to maintain the fencing. Ms. Farrell was asked to talk with the homeowners to see if they believe that the fencing is necessary. The fencing was to mark the horse trail and it is generally not used for that purpose. She will report back to the Board.

Homeowner Contact with Miller Land Management: The Board discussed the recent calls directly to Mr. Miller on the weekend by homeowners in the District. Mr. Miller reported that he was fine with the calls but the Board felt that the appropriate procedure for homeowner contact was via the website. The Board instructed Mr. Miller that if he receives calls directly from homeowners, they should be told to contact the Board members or report via the Contact the District on the website.

Miller Land Management Contract: Ms. Elkins indicated that it was appropriate to review and renew the contract with Miller Land Management. Other than adding the Horse Statue Maintenance to the contract in the amount of \$700 annually, there was no additional changes needed. Following discussion and review, Director Nelsen MOVED, and Director D'Ambrosio SECONDED a motion to approve the renewal of the contract with Miller Land Management with the additional annual \$700 for the maintenance of the horse statute as presented. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Susan L. Elkins LLC Contract: Ms. Elkins indicated that it was appropriate to review and renew the contract with Susan L. Elkins LLC. indicated that there was no change in her contract. Following discussion and review, Director Irish MOVED, and Director Nelsen SECONDED a motion to approve the renewal of the contract with Susan L. Elkins LLC as presented. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Manager's Report:

Mr. Miller reviewed his report with the Board. Mr. Miller presented a bid from High Prairie Tree and Turf for tree spraying. The bid was for \$54,072.00 for one spraying. Following

discussion and review, Director Irish MOVED, and Director Nelsen SECONDED a motion to approve the bid from High Prairie Tree and Turf, not to exceed \$55,000. Upon a roll call vote, Directors Nelsen, Irish, D’Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Mr. Miller indicated that he wanted to replace 6 lights in the entryway in the next year or two.

Other Business:

Director Nelsen discussed the issue of tree preservation and requested that the Board and Mr. Miller think about what might be the best way to replace trees that have died and planting trees in areas that are barren. The Board discussed replacement of the trees along Singletree and the conclusion was the soil was too bad and watering too expensive as the old system would need to be replaced and the only water is under a road. Hand watering would be too expensive as well. Also, there were concerns about the impact of trees interfering with the view homeowners had of the mountains. The Board is taking no action at this time and Filing 1A HOA would need to cost share and come up with a viable plan.

Adjournment: The meeting was adjourned at 12:16 PM. The next regular meeting is scheduled for February 3, 2021. Whether the meeting will be in person or virtual or a combination will be determined prior to the meeting based upon an assessment of the COVID-19 and any mandates from the Governor.

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Ines E. D'Ambrosio
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Ines D. Ambrosio, Secretary

APPROVED:
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Richard R. Nelsen
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Richard R. Nelsen
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