

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

November 4, 2020

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, November 4, 2020, 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 9:11 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 and Nancy Back, Accountants, Nancy Bach of Clifton Larson Allen LLP (CLA)
Matt Urkoski, Kim Herman and Jordan Honea 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, Gary Ellis and Sylvia Atencio, 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.

Appointment of Officers: Ms. Elkins requested that this item be taken out of order. Director Nelsen moved and Director Irish seconded a motion to take this matter out of order. Following discussion and review, Director Nelsen MOVED, and Director Irish SECONDED a motion to take the appointment of officers out of order. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Ms. Elkins noted that currently there is no Secretary for the District as Charles Simmons, Secretary for the District, has sold his home therefore does not qualify for a board position. Also Mert Wiechman, Assistant Secretary/Treasurer, has resigned as a board member. In order to move forward with the meeting, Ms. Elkins recommended that the Board consider appointment of a Secretary and Assistant Secretary/Treasurer. Following discussion and review, Director Nelsen MOVED, and Director D'Ambrosio SECONDED a motion to approve appoint Richard Nelsen as President, Sheldon Irish as Vice-President, and Assistant Treasurer, Ines D'Ambrosio as Secretary and Roger Christensen as Treasurer and Assistant Secretary. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

The Board returned to order on the Agenda at 9:16 AM.

Approval of Minutes:

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

Payment of Bills: Mr. Collins reviewed the Financial Statement and Schedule of Cash Position updated as of September 30, 2020 and payment of claims on the disbursement schedule with the Board and answered any questions. The disbursement schedule is for invoices currently due in the amount of \$47,460.93 and the payment of the directors' fees for the current meeting. Following discussion and review, Director D'Ambrosio MOVED and Director Christensen 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 \$47,460.93 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.

Budget Hearing:

The President opened the public hearing on the budget for 2021 at 9:30 AM and noted that the budget had been duly published, no written objections had been received, and that no

members of the public were present to comment on the budget. At 9:32 AM following brief discussion, the President closed the public hearing.

Director Irish expressed concern that the 2021 budget reduced the \$100,000 amount for Timbers Creek in the 2020 budget. Those sums were not expended. He indicated that he wanted the amount to remain the same in 2020 for future work. Other Board members were in favor or reducing the amount. Following extensive discussions, the Board authorized Mr. Collins to incorporate the revisions, including the proposed reduction of the amount budgeted for Timbers Creek as discussed subject to any changes necessitated by the final recertification by Douglas County. The Board authorized Mr. Collins to finalize and file the budget after review by Ms. Elkins.

Following review and discussion, Director Christensen MOVED and Director D’Ambrosio SECONDED a motion to approve and adopt Resolution No. 2020-2, summarizing expenditures and revenues for the District and adopting a budget for the calendar year 2020. Upon a roll call vote, Directors Nelsen, D’Ambrosio and Christensen voted "AYE" and Director Irish voted “Nay”. The motion was declared PASSED.

Following review and discussion, Director Christensen MOVED and Director D’Ambrosio SECONDED a motion to approve and adopt Resolution No. 2020-3, appropriating sums of money for the 2021 budget year. Upon a roll call vote, Directors Nelsen, D’Ambrosio and Christensen voted "AYE" and Director Irish voted “Nay”. The motion was declared PASSED.

Following review and discussion, Director Christensen MOVED and Director D’Ambrosio SECONDED a motion to approve and adopt Resolution No. 2020-4, levying general property taxes for the year 2021 to help defray the costs of government for the district for the 2021 budget year. Upon a roll call vote, Directors Nelsen, Christensen and D’Ambrosio voted "AYE" and Director Irish voted “Nay”. The motion was declared PASSED.

Old Business:

Timbers Creek Update: President Nelsen reported that he had received another 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. Essentially it was reflecting an additional contribution by Douglas County of \$400,000 to the project. Ms. Elkins indicated that she had reviewed the contract and had no concerns as it essentially was simply reflecting additional funds for the project. Following discussion and review, Director Nelsen MOVED, and Director Irish SECONDED a motion to approve the amendment, as presented and authorized President Nelsen and Secretary D’Ambrosio to sign the document. Upon a roll call vote, Directors Nelsen, Irish, D’Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Entryway Rock Wall Improvements: Mr. Miller reported that the work on Sage Thrasher was in process and he had requested bids for the remaining rock wall work to be done.

Chickadee and Songbird cul du sacs: It was noted that the County has not responded to requests for input on the damage to the cul du sacs caused by construction equipment. Given that cold and freezing weather season is upon us, that it behooves the District to wait until spring to see if any further work is necessary. Mr. Gall indicated that he would report to the homeowners.

Mailbox Renovations: Matt Miller reported that the mailbox renovations are scheduled to commence on 11/9/2020, weather permitting. It was also noted that JR Sprinklers had not responded to Mr. Miller's request for bids for the landscaping work. Director Irish provided history of the renovations and commented that once these remaining mailboxes were renovated that this project will be completed with landscape updates still required for new development areas in the near future.

New Business:

Contact the District & Website Usage: Ms. Herman updated the Board on homeowner contact through the website noting that usage continues to increase. Jordon Honea is doing the postings. Ms. Herman reported that she is leaving CLA and moving to a new position. Matt Urkoski indicated that he will be the District Manager and that Jordon Honea will his assistant. He also stated and another assistant may be hired to help with the management and filings.

Appointment of Officers: This matter was taken out of order.

Future Meeting Time and Location: The Board discussed the issue of virtual meetings versus in person meetings. Ms. Elkins stated her recommendation that the meetings be virtual given the COVID risks. The Board requested that the decision be made based upon the conditions at the time of the next meeting. The Board discussed the preference for in person meetings and the difficulties that the Board experienced with online meetings. Ms. Honea agreed to have a trial run prior to the next meeting to try to eliminate the glitches. At this time, it was decided that the December meeting will not be unnecessary so the meeting will be canceled and the next meeting will be in January.

Damage to District Property: Mr. Miller reported there was damage to the District open space in Filing 32 by Sav-A-Tree. Initially Mr. Miller was concerned that they would not take responsibility but after reviewing pictures of the damage provided by Mr. Miller, Sav-A-Tree admitted responsibility. Given the weather, much of the work will have to be done in the spring. The Board indicated that since they took responsibility that Ms. Elkins should be involved in a written agreement between Sav-A-Tree and the District for any remediation that

needs to be done in the spring to return the area to the condition prior to Sav-A-Tree driving on the open space. Ms. Elkins and Mr. Miller will work to get this agreement.

Developer Request for the District Maintenance of Open Space in Filing 32: Ms. Elkins reported that Dave Perkins called and provided a letter from the Developer for the District to take over maintenance of the open space in Filing 32 as has been previously done in another filing. The request is made so that the Developer does not have to renew their bond with Douglas County. Mr. Miller has no objection to taking over the work so long as the Developer agrees to remain responsible for any deficiencies for the drainage structures noted prior to June 20, 2021. The Board was amenable to that as Mr. Miller has confidence that the Developer will be responsible for deficiencies for the drainage structure prior to June, 20, 2021.

Developer Request for Driveway Easement on the District Open Space: The Developer is also requesting a driveway easement over Tract C. Filing 31. The lot was previously part of the Filing sold to Toll Brothers but because of the issues with the steepness of the lot, the only feasible remedy was a driveway through the open space. The Board and Ms. Elkins want some sense of the impact the driveway may have on the open space and any drainage issues that could be a future problem and determine if the District Engineer may need to assess the request. Director Nelsen and Director Irish will walk the property with Mr. Miller to get a better sense of any potential issues. Conceptually the Board is open to the request so long as there is indemnification for any liability as a result of the easement. Directors Nelsen and Irish will walk the property with Mr. Miller to assess the placement and get a visual on property. Ms. Elkins will work with the Developer on this and report back to the Board.

Manager's Report:

See report appended to these minutes.

Other Business:

Mr. Miller reported that last years' Christmas lights were marginal at best. The Board concurred with Mr. Miller's assessment of the lights. The bid for next year is higher. Mr. Miller indicated that he would be willing to do the lights annually and would purchase the lights and store them from year to year. Mr. Miller indicated that he would charge less than the current contractor. The Board agreed for Mr. Miller to take on this responsibility so long as the cost was within the 2020 budgeted amount of \$10,000.

Mr. Miller reported that he, with the help of Director Christensen, had completed the maintenance of the deer statue. The cost to the District was \$400, much less than that charged by the Parsons.

Mr. Miller reported that he will meet with S. Metro fire representatives to discuss the next steps for fire mitigation. He will request a representative to come to the next Board meeting to discuss with the Board future mitigation.

Director Irish reported that there were patrols requested for October but there were none. He will continue to request additional patrols.

Ms. Elkins reported that Bill Brogan indicated that he cannot commit to pursuing a Board position at this time.

Adjournment: The meeting was adjourned at 12:12 PM. The next regular meeting is scheduled for December 1, 2020. Since the budget was completed, the Board determined that there was no need for a meeting in December. The next meeting will be January 5, 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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