

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

November 6, 2019

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, November 6, 2019, at the Pradera Fire Station, 6120 Bridle Path Lane, Parker, Colorado. The meeting was called to order by President Richard Nelsen at 8:01 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
Sheldon Irish
Roger Christensen
Mert Wiechman
Charles E. Simmons III

Sheldon Irish left the meeting at 10:08 AM as noted below

Also present were:

Kevin Collins and Kim Herman of Clifton Larson Allen LLP (CLA), accountants for the District
Susan L. Elkins, of Susan L. Elkins, L.L.C., attorney for the District
Matt Miller, Manager of the District
Kenny Black, Consultant to the District
Bob Gall, Homeowners in the District

The following people jointed the meeting at 8:30AM:

Brad Robenstein, of Douglas County Engineering
Kurt Bauer and Barbara Chongtoua of Mile High Flood District (MHFD)

Mark Nyhoff, Muller Engineering

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. 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.

Approval of Minutes:

Each Director present acknowledged receipt of a copy of the minutes of the October 2, 2019 regular meeting. Following discussion and review, Director Simmons MOVED, and Director Nelsen SECONDED a motion to approve the minutes of the October 2, 2019, regular meeting as presented. Upon a roll call vote, Directors Nelsen, Simmons, Irish, Wiechman and Christensen voted "AYE". The motion was declared PASSED.

Payment of Bills: Mr. Collins reviewed the 2019 financial statement updated as of September 30, 2019 with the Board and answered any questions. The disbursement schedule is for invoices currently due in the amount of \$67,325.47 and the payment of the directors' fees for the current meeting. Following discussion and review, Director Christensen MOVED and Director Irish SECONDED a motion to accept the Financial Statement and updated schedule of cash position as of September 30, 2019 as presented and approve payment of the invoices currently due in the amount of \$67,325.47 and for the payment of the directors' fees for the current meeting. Upon a roll call vote, Directors Nelsen, Christensen, Wiechman, Irish and Simmons voted "AYE." The motion was declared PASSED. The Financial Statement and Disbursement Schedules are attached to these minutes.

Budget Discussion/Work Session:

Mr. Collins then reviewed and discussed the draft of the budget.

Budget Hearing:

The President opened the public hearing on the budget for 2019 at 8:05 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 8:07 AM following brief discussion, the President closed the public hearing.

Following extensive discussions and revisions, the Board authorized Mr. Collins to incorporate those changes into the budget Mr. Collins subject to recertification by Douglas County. The Board authorized Mr. Collins to make any changes necessary based upon the recertification subject to review by Ms. Elkins file the budget as necessary.

Following review and discussion, Director Christensen MOVED and Director Simmons SECONDED a motion to approve and adopt Resolution No. 2019-2, summarizing expenditures and revenues for the District and adopting a budget for the calendar year 2020. Upon a roll call vote, Directors Nelsen, Simmons, Irish, Christensen and Wiechman voted "AYE." The motion was declared PASSED.

Following review and discussion, Director Christensen MOVED and Director Simmons SECONDED a motion to approve and adopt Resolution No. 2019-3, appropriating sums of money for the 2020 budget year. Upon a roll call vote, Directors Nelsen, Simmons, Irish, Christensen and Wiechman voted "AYE." The motion was declared PASSED.

Following review and discussion, Director Christensen MOVED and Director Simmons SECONDED a motion to approve and adopt Resolution No. 2019-4, levying general property taxes for the year 2020 to help defray the costs of government for the district for the 2020 budget year. Upon a roll call vote, Directors Nelsen, Simmons, Irish, Christensen and Wiechman voted "AYE." The motion was declared PASSED.

It was noted that guests were present for certain matters on the agenda and it was determined to take those matters out of order. Director Simmons MOVED and Director Nelsen SECONDED a motion to take these matters out of order at 8:09 AM. Upon a roll call vote, Directors Nelsen, Simmons, Christensen, Wiechman and Irish voted "AYE".

Old Business:

Timbers Creek Update: Director Nelsen noted that Brad Robenstein, of Douglas County Engineering, Kurt Bauer and Barbara Chongtoua of Urban Drainage and Mark Nyhoff, Muller Engineering were present to discuss the status of the IGA between MHFD, DC and HPF for erosion control improvements of Timbers Creek. Ms. Chongtoua presented a budget and schedule spreadsheet and time table for the project indicating the funding that had been procured to do the first phase of the erosion control improvements noting that since the inception of the project the parties had procured funding to fully implement improvements to Timbers Creek as set forth in the engineering documents. Ms. Chongtoua discussed the timing of the project and answered questions about why the construction of the improvements had not started in the spring as earlier projected. Ms. Chongtoua noted that supplemental funding (2020) was identified that might be allocated if the project started nearer the end of the calendar year and that approval of the federal 404 Permit was necessary before any construction could begin. Representative of Mile High Flood District (f/k/a Urban Drainage) and Muller Engineering met onsite with the FEMA representatives to discuss the concerns and all indications are that the Permit will be forthcoming so that construction can begin this month. Mark Nyhoff then discussed the engineering plans and concerns raised by Director Wiechman. Director Wiechman will discuss his concerns with the District Engineers, ICON (Troy Carmann) and they will discuss those concerns with the Muller Engineering. Following a lengthy discussion, it was agreed that Mr.

Weichman would “redline” the drawings and forward them to Muller for consideration and inclusion in the plans.

District Off Duty Patrol Update: Director Irish indicated that there had been no patrols as the Sheriff’s Department had no off-duty officers volunteer to do the extra patrols despite repeated outreach to conduct such patrols. DC Sheriff off duty patrol demands in Douglas County are the primary reasons for the lack of off duty patrols.

Director Irish left the meeting at 10:08 AM

School District Property: Director Simmons reported his frustration with Douglas County Engineering regarding the improvements that District has volunteered to install or construct on the property owned by Douglas County but designated as a potential site for a school. It appears that until Douglas County is willing to support the project or transfer the property to the Metro District, the District is continuing to put resources into the project and pay County fees and provide engineering studies for improving the property owned by the County which the District may have to remove. At this time Director Simmons recommends that the Board not move forward with any more upgrades to the property but to continue to mow the walking paths and continue to place trees along the perimeter of the property until the County and School District have resolved their issues regarding the future of the property.

Update to District Map: Ms. Herman will continue to work on this item by contacting companies that have worked with other districts CLA works with to update the map.

Autumn Oak Entryway: Matt Miller indicated this project is completed and this item can be removed from the agenda. Cost sharing between the HOA and the District was discussed.

Pond Entryway Beautification Update: Mr. Miller reported that the trees are planted and were being watered. This item can be removed from the agenda until the spring.

New Business:

Contact the District & Website Usage: Ms. McLaughlin summarized the contact and resolution of the issues raised. The only issue was regarding a homeowner request for a street light by a mailbox in a particular filing. The Board noted that it has never installed street lights. Any lights were installed by IREA during development of the property at the Developers’ expense. Nothing else to report.

Revised Records Retention Resolution: Ms. Herman presented a revised Record Retention Resolution setting forth some changes. There were no questions by any Board member. Following review and discussion, Director Simmons MOVED and Director Nelsen SECONDED a motion to approve and adopt Records Resolution. Upon a roll call vote, Directors Nelsen, Simmons, Christensen and Wiechman voted "AYE." The motion

was declared PASSED.

Resolution for Online Notice of Regular and Special Meetings: Ms. Herman presented a resolution to provide for online notice of regular and special meetings. Ms. Elkins indicated that the requirements had changed and online notice was sufficient notice to homeowners so that Mr. Miller would not have to post the notices unless there was an online outage. There were no questions by any Board member. Following review and discussion, Director Simmons MOVED and Director Nelsen SECONDED a motion to approve and adopt Notice of regular and special meeting resolution. Upon a roll call vote, Directors Nelsen, Simmons, Christensen and Wiechman voted "AYE." The motion was declared PASSED.


Annual Administration Resolution: Ms. Herman presented a resolution for recurring annual administrative tasks. There were no questions by any Board member. Following review and discussion, Director Simmons MOVED and Director Nelsen SECONDED a motion to approve and adopt Annual Administration Resolutions. Upon a roll call vote, Directors Nelsen, Simmons, Christensen and Wiechman voted "AYE." The motion was declared PASSED.

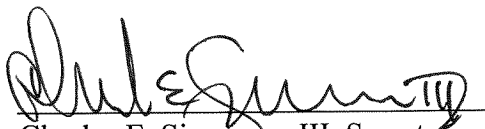
Manager's Report: All matters were previously discussed.

Other Business: Director Nelsen expressed concerns that the Board meetings have taken longer and that some directors were having difficulty staying at the meetings until all matters are addressed and suggested that maybe shorter and more frequent meetings would be in order. It was proposed that the meetings be routinely scheduled for the 1st Wednesday of each month and if the next monthly meeting was not necessary, then it would be canceled. The Resolution regarding regular meetings will be addressed at the December meeting.

Adjournment: There being no further business to come before the Board of Directors, the meeting was adjourned at 10:45 AM. The next meeting is scheduled for December 4, 2019 at 8:00 AM at the Pradera Fire Station.

APPROVED:


Richard R. Nelsen


Charles E. Simmons, III, Secretary

Sheldon Irish
Sheldon Irish

Roger Christensen
Roger Christensen

Merton Wiechman
Merton Wiechman