

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

March 3, 2021

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, March 3, 2021, virtually and at the home of Roger Christensen, Board Member, 9140 Windhaven Drive, Parker, CO. The meeting was called to order by Matt Urkoski at 9:03 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 joined the meeting at 9:06 AM

Ines D'Ambrosio

Also present were:

Paul Niedermuller, Accountant and Nancy Bach, of Clifton Larson Allen LLP (CLA)

Matt Urkoski, Jordan Honea and Laura Manzotti 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, Ashleigh Farrell and Steve VanMeter, homeowners within the District

Kevin Collins, former Accountant for the District

Steve Brown and Brian Taylor, Attorney at Law joined the meeting at 9:34

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.

Director Nelsen joined the meeting at 9:06 AM.

Approval of Minutes: Each Director present acknowledged receipt of a copy of the minutes of the February 3, 2021 Special Meeting. Following discussion and review, Director D'Ambrosio MOVED, and Director Irish SECONDED a motion to approve the minutes of the January meeting, 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 reviewed the Financial Statement and Schedule of Cash Position updated as of January 31, 2021 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 \$46,214.40 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 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 \$46,214.40 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: The Board discussed the water bills that the District pays and then gets reimbursement from Urban Drainage. Ms. Bach indicated that she and Kurt Bauer had discussed the matter of reimbursement of the water bills and they will bill them in batches of less than \$500 so that resolves the issues.

Steve Brown and Brian Taylor joined the meeting at 9:34.

Timbers Creek Update: Ms. Elkins reported that she had spoken with Kurt Bauer who indicated that the request for contributions by the District for future work on the Creek in fact was for the next project. The Board noted that there was \$50,000 set aside in the budget for that work and confirmed that once an IGA was in place that the Board would make those funds available for that new project.

Rock Walls: Mr. Miller reported that Absolute Design has completed about 2/3 of the remaining rock wall and it looks good. This item may be removed from the agenda.

New Business:

Contact the District & Website Usage: Ms. Honea provided an update to the website usage. The Board discussed the issues with attempting to get information to homeowners.

Vacant Board Position: Ms. Elkins discussed the vacant board position. Ms. Elkins reported that Ashleigh Farrell, homeowner from High Prairie Farms Filing 1A, is interested in the vacant board position. Mr. VanMeter, a resident of Filing 23, is also interested. It was noted that both Director Nelsen and Director Irish are from Filing 23 as is Mr. VanMeter which would mean a majority of the Board was from Filing 23. Ms. Elkins reported that both candidates were qualified. Mr. VanMeter acknowledged that he understood having members from a different filing would provide more representation and allow better communication to the homeowners in HPF Filing 1A. The Board discussed their qualifications but no action was taken and this matter will be reviewed at the next meeting.

Attorney Replacement: Director Christensen reported that he, Director Nelsen, Steve VanMeter and Susan Elkins met with Steve Brown and Brian Taylor to interview them to replace Ms Elkins as the District's attorney since Ms. Elkins is retiring. Both he and Director Nelsen found them qualified and recommended that the Board consider hiring them to replace Susan Elkins as the District's attorney. Steve Brown indicated their willingness to take to the position and work with Ms. Elkins on the transition. He would be charging the same hourly rate that Ms. Elkins is currently paid. The Board discussed their qualifications and felt that they would be a good replacement. Steve VanMeter noted that he had checked with others in the community and found that the law firm had a good reputation. The Board was particularly impressed with the work that Mr. Brown had done with local government including Douglas County.

Mr. Brown requested that the board meetings be moved from the first Wednesday of the month to another date as Mr. Brown has a conflict.

Following discussion and review, Director Christensen MOVED, and Director Nelsen SECONDED a motion to approve the appointment of Brown & Taylor, Attorneys at Law for the District with Ms. Elkins remaining to facilitate the transition and to change the meeting day to the second Wednesday of every month at 9 AM. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". Both Ms. Elkins and Mr. Brown will be at the April Board meeting.

The Board then discussed changing the meeting date and time. Ms. Honea will prepare a new resolution reflecting the change on the meeting date to the second Wednesday of the month at 9 AM.

Steve Brown and Brian Taylor left the meeting at 10:00 AM.

Manager's Report:

Mr. Miller reviewed his report with the Board. Mr. Miller noted that fire mitigation efforts are underway and that some homeowners are interrupting the contractors during their

work and causing 30 minutes delays. HP Tree and Turf have given the homeowners Matt Miller's number but no one has reached out to him to discuss it. The Board continues to be frustrated with the inability to control these interruptions. Mr. Miller discussed the exposed gas line he found while on the property and his efforts to determine if there is any concern about contamination or its exposure. The exposure appeared to be as a result of erosion. He attempted to contact Black Hills but has not heard back. Ms. Elkins was asked to follow up if necessary. The Board also discussed tree preservation but no action was taken.

Other Business:

It was noted that schools will be back in session full time on March 27th. Director Irish will follow up with Douglas County Sheriff's department for extra patrols. Mr. Gall commends Matt Miller for his continued good work. He noted that the CO State Patrols do not have jurisdiction for the roads in the District except for commercial vehicle enforcement.

Adjournment: The meeting was adjourned at 10:52 AM. The next regular meeting is scheduled for Aril 14, 2021 at 9AM. 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.

DocuSigned by:
Ines E. D'Ambrosio
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Ines D. Ambrosio, Secretary