

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

May 12, 2021

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, May 12, 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 9:00 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:

Matt Urkoski and Jordan Honea of Clifton Larson Allen LLP (CLA), Public Managers for the District (both virtually)
Nancy Bach, of Clifton Larson Allen LLP (CLA) (virtually)
Susan L. Elkins of Susan L. Elkins, L.L.C. (virtually), Stephen Brown of Brown & Taylor, PC, attorneys for the District
Matt Miller, Manager of the District
Bob Gall, Homeowner and President of Timbers 24, Steve VanMeter (virtual) and Ashleigh Ferrell (virtual), homeowners within the District

Regarding COVID: It was noted that all persons attending in person had been vaccinated.

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. None of the Directors voiced any direct conflicts of interest with respect to any items listed on the agenda.

Approval of Minutes: Each Director present acknowledged receipt of a copy of the minutes of the April 14, 2021 Special Meeting. Ms. Elkins provide updated minutes with an edit from Director Irish. Following discussion and review, Director Nelsen MOVED, and Director D'Ambrosio SECONDED a motion to approve the minutes of the April 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 March 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 \$37,246.39 and the payment of the directors' fees for the current meeting. The Following discussion and review, Director Nelsen 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 \$37,246.39 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 discussed a proposed Amendment to the IGA and her discussion with Kurt Bauer of Urban Drainage with regard the Amendment setting forth amended costs of construction, and an amendment to the contribution amounts of the parties to the IGA. The District's increased contribution amount in the IGA is \$50,000, having previously contributed \$165,000, which totals \$215,000 constituting a percentage share of 8.2%. Following discussion and review, Director Christensen MOVED and Director Irish SECONDED a motion to authorize the signing of the IGA, and the expenditure of the additional \$50,000 upon request from Urban Drainage. Upon a roll call vote, Directors Nelsen, Christensen, Irish, and D'Ambrosio voted "AYE." The motion was declared PASSED. The Amendment to the IGA is attached to these minutes. Director Nelsen explained that the plan for Phase One was to replant and replace dead plants, reseeding as needed and weed spraying, because of the wet weather, such work has not yet begun. Mr. Miller addressed questions related to the creek.

New Business:

Contact the District & Website Usage: Ms. Honea provided an update to the website usage, noting that the website usage was up, though unsure as to whether some increase was phishing. She indicated that updates were made to increase security, and that updates would be made to change attorney.

Vacant Board Position: Mr. Brown presented a Board Staggering Spreadsheet reflecting the five Board positions, election dates for each Board position, rules regarding filling of vacancies, terms and term limitations of current serving Directors, and changes in terms as a result of The Department of Local Government's changing from even year elections to odd year elections beginning in odd year 2023.

Director Irish then explained that he and Director D'Ambrosio had telephone conversations with potential directors Van Meter and Ferrell, indicating that both were well qualified and that both would be willing to wait until the next election or not appointed to fill the current vacancy. Director Nelsen suggested that the Board wait until July to make an appointment to fill the current vacancy, and encouraged both VanMeter and Ferrell to continue to fully participate in meeting discussions.

Traffic Patrols: Director Irish reported that there were 13 stops and 4 tickets issued. There continue to be issues of Officer availability. The four streets of focus were mentioned, which are Fox Sparrow, Windhaven, Sage Thrasher, and South Pinery Parkway. Director Nelsen expressed the need to pay for patrols in July when school is not in session in order to keep the momentum going in light of difficulties in finding officers to serve. The intention to rotate speed signs every couple of months so that people don't become habituated was explained.

Meeting Protocols: Ms. Honea of CLA raised concerns about the meeting date and time as CLA attendees have other district meetings that conflict with the District's current meeting. After further Board discussion, Director Nelsen MOVED, and Director Irish SECONDED a motion to change the regularly scheduled Board meeting to the first Thursday of every month to be held at 9:00 a.m. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED. CLA will prepare a Resolution to such effect and will prepare proper notices. Director Nelsen stated that meetings would probably need to be held in hybrid fashion, both virtual (Zoom)/in person, indefinitely.

Reclamation of Open Space Adjacent to 5886 Hidden Oaks (Black): Mr. Brown reported that he sent a letter to homeowner L.G. Black requiring that he reclaim the damaged property and homeowner provide a one-year warranty, all of which the homeowner agreed to in email correspondence with Mr. Brown. Mr. Miller confirmed that he is working with the homeowner of the property in this reclamation effort. Work has not begun as yet, due to weather, and Mr. Miller confirmed that homeowner understands that time is of the essence.

Rock Wall Destruction and Repair (including sign replacement): Mr. Miller reported that the rock wall and landscaping damaged by an out-of-control vehicle has been and is being replaced and repaired, and an insurance claim filed with Liberty Mutual, which company has been non-responsive. The damaged signage is being replace.

Fence Variance 5670 Heritage Oak Dr.: Mr. Miller explained that a letter agreement is needed to allow a homeowner to place a fence to the outside of its property line that would encroach onto District property in dog leg fashion around a large tree sitting on the property line between homeowner and District open space. Mr. Miller and Mr. Brown will work on the letter agreement. Ms. Elkins noted that the agreement should include language that the homeowner would be responsible for maintenance of the tree, and if the tree were to die they would need to replace it. The Board discussed having a policy of charging a nominal fee (\$250-\$250) to homeowner in such situations, but not in this case since it was not previously discussed with the homeowner. Director Christensen MOVED, and Director Irish SECONDED a motion to approve the fence encroachment. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Contract for Legal Services: Ms. Elkins presented an independent contractor agreement for legal services between the District and Mr. Brown and his firm of Brown & Taylor, P.C., which contract is similar to the contract the District has with Ms. Elkins. The hourly rate of \$250 remains the same. Mr. Brown to insert language that it is subject to prior appropriation of funds by the District.

Fire Hydrant Use Agreement with Pinery Water: Mr. Brown presented a revised Pinery Water Fire Hydrant Use including necessary governmental immunity language. Director Nelsen MOVED, and Director Irish SECONDED a motion to authorize the signing of the agreement as revised. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED. CLA will prepare a Resolution to such effect and will prepare proper notices.

Homeowner Macke Letter Request to Plant Trees in Open Space: Homeowners Timothy and Natalie Macke, at 5715 Majestic Oak Way, presented a letter dated April 29, 2021 requesting District approval for them to plant trees in the open space. The Mackes have presented a similar letter in the past, have receive approval, have planted trees, and have been responsible in their tree planting. Director Irish MOVED, and Director D'Ambrosio SECONDED a motion to authorize the signing of the letter presented. Upon a roll call vote, Directors Nelsen, Irish, D'Ambrosio and Christensen voted "AYE". The motion was declared PASSED.

Open Meetings Discussion: Mr. Brown presented the open meetings law statute and discussed how the law applies to meetings, including in person, telephone, and electronic (e.g. email), and led a discussion on what this looks like in Director communication.

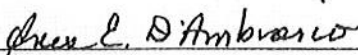
Manager's Report:

Mr. Miller reviewed his report with the Board which is attached to these minutes.

Other Business:

Bob Gall reported that his HOA has contracted for additional security because of concerns of higher levels of vandalism and property invasion. It was reported that Douglas County Sheriff has not seen an increase in vandalism in the Timbers area, but the Pinery has shown an increase.

Adjournment: The meeting was adjourned at 11:35 AM. The next regular meeting is scheduled for June 3, 2021 at 9AM. Whether the meeting will be in person at Director Christensen's home as well as and virtual.


Ines D. Ambrosio, Secretary

April 2021 Managers Report

March Completed Projects

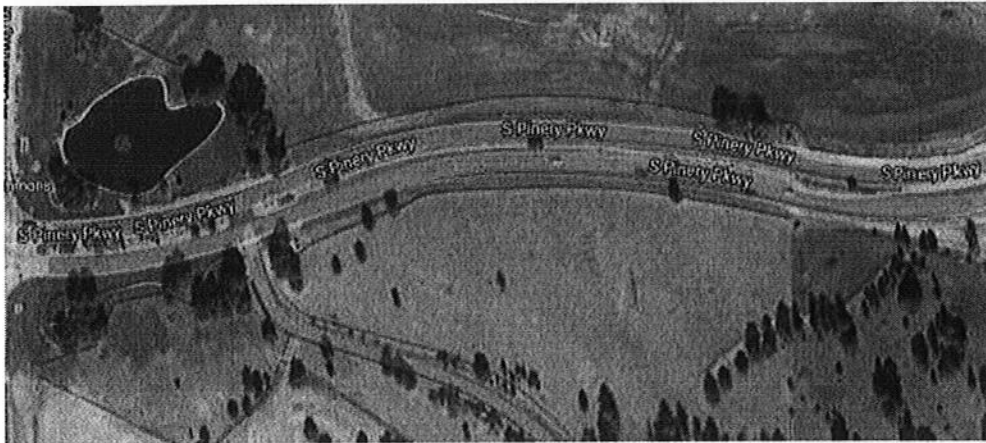
- Trimming and removal of deadwood from trees within entry ways, parks, and along parkway
- Trimming of shrubbery, ornamental grasses and raking of entry ways
- Fertilized trees at entry way, and struggling trees in entry way median
- Contractor continues fire mitigation work in open spaces, delays due to weather
 - Open space in 26A/24B between Windhaven and Shade tree 100% complete
 - Open space Filing 30A/30B 100% complete
 - Open space filing 27 50% complete
- Contractor continues tree spraying work, sporadic progress due to weather
- Seeding of bare areas along parkway, trails, open spaces and turf areas
- Vehicle Accident @ S Pinery Drive and S Pinery Parkway
 - Cleaned up car parts and landscaping debris from accident
 - Broomed sidewalk, grass, and parking lot of pump station
 - Contracted Absolute design and landscape to repair rock wall, and retaining wall behind trees, work completed
 - Working with sign manufacturer to get replacement sign, shrunk size to 48" Wide x 60" tall, down from 96" tall
 - Repaired irrigation system in 3 places that were damaged by car
 - Removed remnants of 3 evergreen shrubs, looking for suggestions on replacement plants, evergreens will take ~20+ years to establish and look like surrounding hedge
 - Opened claim with vehicle owners insurance company
- Met with Cindy Briggs of filing 26 HOA concerning Autumn Oaks Entry Way. HOA has not been satisfied with landscaping done in 2019, some plantings have died, were destroyed by Deer, or have not performed well. HOA would like to discontinue annual flower planting done at SW corner and replace with Perennials for year-round color. She would like to see Grasses, Barberry, and Lavender planted in place of dead plants and where annual flowers were done. Cost will be ~\$600 in plants to do this. I have been planning on replacing dead plants, replacing annual flower plantings is slightly extra.
- Planted ~12' Ponderosa Pine on Single Tree to replace tree hit by car in 2020.
- Applied herbicide to control early weed growth in open spaces and turf areas
- Servicing of tractors, mowers, and trailers
- Have begun applying de-salinizing soil conditioners around trees in stress to help reduce salinity in soil caused by road salt.

To Do list

- Turn on water and tune up irrigation systems to all entry ways and parks
- Reclaim area South of Sales Office along parkway, top soil stockpile has been used by developer, will need to bring a few loads of topsoil from another project I have going, soil will be coming out of that project starting next week.
- Annual flower plantings, scheduled to begin May 26
- Remove more pine trees along parkway West of Sage Thrasher
- Replace dead plants in entry way median, waiting to turn on water
- Renew annual work permit with Douglas County
- Repair turf and other landscape damage from snow plow activity

2021 Property improvement project ideas

- Median plant replacement East of entry way, will bring proposal to June meeting



- Remove fencing around Filing 29 on Democrat, old barb wire fence that was taken down in a few spots for development. Fence now looks out of place.

