

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

May 9, 2018

The Board of Directors of High Prairie Farms Metropolitan District, Douglas County, Colorado, met on Wednesday, May 9, 2018, at the Pinery Water and Wastewater District, 5242 Old School House Road, Parker, Colorado. The meeting was called to order by Past President D'Ambrosio at 8:02 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
Mert Wiechman
Sheldon Irish
Charles Simmons
Roger Christensen

Also present were:

Kevin Collins, of Clifton Larson Allen LLP (CLA), accountants for the District
Susan L. Elkins, of Susan L. Elkins, L.L.C., attorney for the District
Kenny Black, Manager of the District
Bob Gall, Homeowner in the District
Ines D'Ambrosio, Homeowner and Past President of the District
Dave Perkins, Representative of the Developer

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 at least 72 hours earlier. 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 April 12, 2018 continued regular meeting, April 12, 2018 Special (Tour of the District) meeting and the May 2, 2018 continued meeting. Following discussion and review, Director Irish MOVED, and Director Nelsen SECONDED a motion to approve the minutes of the April 12, 2018 continued regular meeting, April 12, 2018 Special (Tour of the District) meeting and the May 2, 2018 continued meeting as presented. Upon a roll call vote, Directors Nelsen, Irish, Weichman, Christensen and Simmons voted "AYE." The motion was declared PASSED.

Payment of Bills:

The disbursement schedule is for invoices currently due in the amount of \$43,696.09 and the payment of the directors' fees for the current meeting. Mr. Collins presented the Financial Statement as of March 31, 2018, and updated schedule of cash position as of May 9, 2018. Following discussion and review, Director Simmons MOVED and Director Wiechman SECONDED a motion to accept the Financial Statement and updated schedule of cash position as of May 9, 2018 as presented and approve payment of the invoices currently due in the amount of \$43,696.09 and for the payment of the directors' fees for the May 9, 2018 regular meeting. Upon a roll call vote, Directors Nelsen, Irish, Weichman, Simmons and Christensen voted "AYE." The motion was declared PASSED. The Financial Statement is attached to these minutes.

The Board noted that Dave Perkins was in attendance and wanted to provide the Board with an update on the damage to the District's open space behind the home owned by Darryl Hoover in Misty Pines and to request the signing of the amendment to the Filing 32 plat. Director Nelsen MOVED and Director Irish SECONDED a motion to take this issue out of order at 8:25 AM. Upon a roll call vote, Directors Nelsen, Simmons, Wiechman, Irish and Christensen voted "AYE."

Mr. Perkins updated the Board on the damage to the open space indicating that the Developer performed and paid the remediation of the damage (\$1,400) to avoid getting a stop work order from the County and requested the Board to consider pursuing the Misty Pines homeowner for the damages. Ms. Elkins was directed to do some research into the homeowner's liability for acts of his contractor. Ms. Elkins will report back to the Board at the next meeting.

Mr. Perkins also indicated that he had the mylars for Filing 32 which needs the District's signature regarding open space and maintenance of the drainage facilities. The Board requested that an electronic copy of the plat be sent to Director Wiechman and Troy Carmann, the District engineer, for review of the drawings and maintenance obligations. After review for conformance with the understanding of the Board from meetings with the County, Developer and a Board representative, the mylars will be signed by the president and secretary of the Board.

The Board returned to regular session at 8:45AM.

Old Business:

Security Coalition/S. Pinery Patrols: Director Irish discussed with the Board the information he has received regarding the history of the District's involvement and the allocation of the cost of the additional patrols under an agreement with the security coalition. He reported that the reports are not indicating any troubling activities. Director Irish is scheduling a meeting with former Director and Past President of the Metro District, Hank Coll, regarding the coalition. Director Irish will bring his assessment of the pros and cons of continuing with the coalition and Mr. Collins will review the security coalition billings. The Board will continue to evaluate the efficacy of the District's participation at the next meeting.

School District Property: Director Simmons reported that he will continue to work with the Douglas County School District and Douglas County on a plan for some beautification of the property. He again discussed the need for a tree spade.

Following discussion and review, Director Nelsen MOVED and Director Wiechman SECONDED a motion to allocate up to \$15,000 for the purchase of a used tree spade to use in relocating trees to the School District Property and other locations in the District as part of the tree preservation commitment of the District. Kenny Black was authorized to make that purchase if he finds one that will meet the needs of the District and can be used with the existing District equipment. Upon a roll call vote, Directors Nelsen, Irish, Weichman, Simmons and Christensen voted "AYE." The motion was declared PASSED.

Entryway Beautification: Mr. Gall reported that the original landscaper has not returned his call. Mr. Gall will work with Director Simmons and Kenny Black to secure a landscape designer for the entryway and the School District Property.

Update on UDFCD, DC and HPF IGA: Director Nelsen reported he attended the meeting with the two engineering firms proposing on the Timbers Creek design work. Muller Engineering Co. was selected as the engineering firm to perform the study.

Jeremiah Larrabe Encroachment: Director Irish reported that he, Director Nelsen and Kenny Black used a GPS to locate the property that Mr. Larrabe (homeowner in Misty Pines) suggested to exchange with the District to remedy a setback violation by the prior owner, but the GPS program was not able to locate the points on the drawing given to Director Irish by Mr. Larrabe. Mr. Larrabe was not able to be present during the site visit. There needs to be some fire mitigation and general cleanup done to the property being swapped before the Board would agree to the exchange. The Board may also need an easement or written agreement from Mr. Larrabe to allow the District to have access and do work on any drainage related issues in Timbers Creek.

New Business:

2018 Election: Ms. Elkins indicated that Director Irish and Director Wiechman were re-elected and Roger Christensen was elected by acclamation. Ms. Elkins reported that they were sworn in prior to this meeting.

Election of Officers: Ms. Elkins reported that the Board positions were up for discussion. Following discussion and review, Director Wiechman MOVED and Director Simmons SECONDED a motion to nominate Richard Nelsen for President, Sheldon Irish for Vice President, Charles Simmons for Secretary, Roger Christensen for Treasurer and Mert Wiechman for Assistant Secretary/Treasurer. Upon a roll call vote, Directors Nelsen, Simmons, Wiechman, Christensen and Irish voted "AYE", the motion was declared PASSED.

At this time, President Nelsen took over to chair the meeting.

Damage to Open Space on Majestic Oak.

Taken out of order.

Recap of Tour:

This will be discussed in the Manager's Report.

Next Door/Projects on Website:

The Board discussed the conversation on Timbers Next Door regarding beautification of the entryways. It was clear from the discussion on Timbers Next Door that homeowners are not using the website to access information about the District. Charles Simmons discussed an annual newsletter/flyer that the District could distribute through the various homeowner association managers to provide information on current and on-going issues/work in the District such as wildfire mitigation, entryway beautification, mailbox improvements, school district property, road and street repairs by Douglas County, tree spraying, ATV & Off-Road vehicle restrictions, golf cart path improvements, speed mitigation, Timbers Creek, rock wall improvements, etc. Director Simmons agreed to work on a flyer. Director Irish will talk with Jean Fowler, manager of several HOAs in the District, about distribution to homeowners.

Manager's Report: Kenny Black reported as follows:

- Mr. Black reported that the kiddie swings are now up at the two pocket parks.
- Golf cart path was postponed so Mr. Black could talk with the contractors working on road repairs for the County to see if removed material (recycled asphalt pavement) was available to the District to use on the golf cart path.
- Plantings at the various entryways that died will be replaced. It was agreed that more large decorative landscaping rocks be used where appropriate.
- The fountain pump is working. Colorado Pump said they fixed it, but it continued to malfunction, so Mr. Black fixed it. Mr. Black received a bill for the work and he is disputing it. Following discussion and review, Director Nelsen MOVED, and Director Irish SECONDED a motion to authorize Mr. Black to settle the bill for an amount not to exceed \$1,000.00. Upon a roll call vote, Directors Nelsen, Irish, Weichman, Christensen and Simmons voted "AYE." The motion was declared PASSED.
- Mr. Black will repair the decorative signs as the bid from JJ was too high.
- Mr. Mackey, District homeowner, has not planted the trees in the open space that the Board approved at the last meeting. Mr. Black will keep the Board informed on this

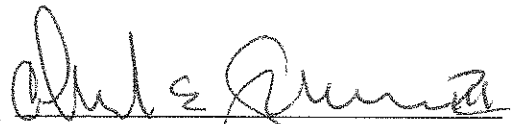
- project.
- Mr. Black will investigate the replacement of Filing 23 mailbox clusters.

Other Business:

Directors Nelsen and Christensen will speak with Steve Small about the sales building (trailers) after the development "build-out" and there becomes no need for a sales office. Douglas County will require the trailers be removed. The Board would like to discuss acquiring the site and building, if possible. The Board discussed the possibility of a monument sign on Fox Sparrow Rd. on the east side of the south end to indicate that traffic is entering the Timbers subdivision. It was noted that most other entrances into the residential subdivisions have similar signs. Kenny Black will get an estimate from Oscar. The Board will discuss fencing of detention ponds that hold water.


Adjournment:

There being no further business to come before the Board of Directors, the meeting was adjourned at 10:50 AM. The next meeting is scheduled for June 6, 2018 at 8:00 AM at the Water District.

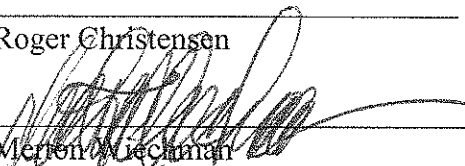

Charles Simmons, III, Secretary

APPROVED:


Richard R. Nelsen


Sheldon Irish

Roger Christensen


Merten Wiechman