

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

CUNDALL FARMS METROPOLITAN DISTRICT

Held: Thursday, October 27, 2016, at 1:00 p.m. at 10693 Belle Creek Blvd., Henderson, CO 80640.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Christopher Elliott
Corey Elliott
Matt Janke

Director Douglas Shelton and Mauricio Barbera were absent. All director absences are deemed excused unless a contrary notation is recorded in these minutes.

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Scott Bristol, Stillwater Community Management; Bri Yonkers, Stillwater Community Management; and Sarah Hunsche, CliftonLarsonAllen, District Accountant.

Call to Order

Director Corey Elliott called the meeting to order.

Declaration of Quorum/
Director Qualifications/
Reaffirmation of
Disclosures

Director Corey Elliott noted that a quorum of the Board was present and that the directors had confirmed their continuing qualification to serve.

Mr. Waldron advised the Board that, pursuant to Colorado law, individual directors are required to disclose conflicts of interest with the Secretary of State at least 72 hours in advance of meetings of the Board. The Board reviewed the agenda for the meeting, following which directors confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The disclosure certificates were reviewed by the directors and were ordered to be made part of the official minutes of the meeting.

The Board determined that participation by the Directors with potential conflicts of interest was necessary to obtain a quorum or

otherwise enable lawful action to occur.

Approval of Agenda Mr. Waldron presented the proposed agenda to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

Approval of Minutes from the June 23, 2016 Meeting Mr. Waldron presented the Minutes from the June 23, 2016 meeting for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the Minutes.

Public Comment None.

Legal Matters

Consider Approval of 2017 Annual Administrative Resolution Mr. Waldron reviewed the 2017 Annual Administrative Resolution with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Ratification of 2015 Annual Report Mr. Waldron reviewed the 2015 Annual Report with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously ratified the 2015 Annual Report.

Consider Approval of Resolution Establishing Guidelines for Processing & Collection of Delinquent Fees Mr. Waldron reviewed the Resolution Establishing Guidelines for Processing & Collection of Delinquent Fees with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the resolution.

Discuss RFP For Property Management Services The Board engaged in general discussion regarding the RFP for Property Management Services. Following discussion the Board directed legal counsel to publish and submit to management company.

Other Legal Matters None.

Operations

District Manager's Report Mr. Bristol reviewed the Manager's Report with the Board. He also updated the Board that there are now 86 homes closed.

Review Insurance Property and Liability Schedule and Limits Mr. Waldron reviewed the Property and Liability coverages with the Board. Following discussion, the Board directed to increase excess liability to 1 million.

Discuss Rules and Regulations/ Use Policy Regarding Parks and Open Space Mr. Waldron reviewed the Rules and Regulations/ Use Policy Regarding Parks and Open Space with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the Rules and Regulations/ Use Policy

Regarding Parks and Open Space subject to Mr. Bristol's final review.

Discuss Conveyance of Tracts to the District The Board engaged in general discussion regarding the Conveyance of Tracts to the District.

Other Operations None.

Financial Matters

Review Unaudited Financial Statements Ms. Hunsche reviewed the Unaudited Financial Statements with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the financials.

Consider Approval/Ratification of Claims Payables Ms. Hunsche reviewed the Claims Payable with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the payables.

2016 Budget Amendment Hearing/Adoption of Resolution Amending 2016 Budget Mr. Waldron reported that the public hearing was published in accordance with Colorado Law in the *Northglenn-Thornton Sentinel* on October 20, 2016. No written objection were received prior to meeting. The 2016 budget amendment hearing was opened. There being no public comment, the hearing was closed.

Ms. Hunsche reviewed the 2016 Budget Amendment with the Board. The Board considered adoption of the 2016 Budget Amendment Resolution. Following discussion, upon motion duly made and seconded, the Board approved the resolution.

2017 Budget Hearing/Adoption of Budget Resolution Mr. Waldron reported that the public hearing was published in accordance with Colorado Law in the *Northglenn-Thornton Sentinel* on October 20, 2016. No written objection were received prior to meeting. The 2017 budget hearing was opened. There being no public comment, the hearing was closed.

Ms. Hunsche reviewed the proposed 2017 Budget with the Board. The Board considered adoption of the 2017 Budget Resolution. Following discussion, upon motion duly made and seconded, the Board approved the resolution adopting the budget, appropriating funds therefor and certifying sixty (60) mills for the general fund.

Auditor Proposals for 2016 Audit Ms. Hunsche reviewed the 2016 Auditor Proposals with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the auditor proposal not to exceed \$4,700.

Other Financial Matters None.

Other Business None.

Adjourn

There being no further business to come before the Board and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



Secretary for the Meeting

The foregoing minutes were approved on the 23rd day of February, 2017.