

MINUTES OF A REGULAR MEETING OF THE BOARD
OF DIRECTORS

OF

CUNDALL FARMS METROPOLITAN DISTRICT

Held: Tuesday, November 2, 2021, at 5:30 p.m. via
Teleconference.

Attendance

A regular meeting of the Board of Directors of the Cundall Farms Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

David Scott
Reuben Patrick Maes
Bradley Mark Nelson
Paula Juhrs
Darren Fresquez

Also present were Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Melissa Sykes, Advance HOA Management, Inc., District Manager; and Gigi Pangindian and Alyssa Ferreira, CliftonLarsonAllen LLP, District Accountant

Call to Order

Director Scott noted that a quorum of the Board was present and called the meeting to order.

**Declaration of Quorum/Director
Qualification/Reaffirmation of
Disclosures**

Ms. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

The Board reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda.

Public Comment

None.

Consent Agenda

Following a summary by Ms. Murphy the items on the consent agenda were approved, adopted and/or ratified by one motion duly made and seconded, and unanimously carried.

- October 4, 2021 Special Meeting Minutes;
- 2022 Annual Administrative Resolution – subject to the change of meeting dates to bi-monthly starting in January;
- Renewal of Property and Liability Coverage and Workers Compensation Coverage and SDA Membership; and
- Second Amended and Restated Public Records Policy.

Director Matters

Update on Trees Replacement and Insurance Coverage

Director Fresquez noted the Tree Farm will purchase approximately 26 trees, bushes and shrubs for a total of \$19,927.24 of the \$35k authorized at the last meeting. In addition the large evergreen across from pump will be replaced.

Consider Approval of 1st Green Colorado

Director Fresquez presented the proposal for the 1st Green Colorado to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposal for \$2,551.50.

Discussion Regarding Winter Watering

Director Fresquez presented the winter watering proposals to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved up to two winter watering proposals not to exceed \$3000.

Discussion Regarding Resolution Imposing Operations Fee

The Board engaged in discussion regarding termination of the Operations Fee. No action was taken.

Financial Matters

Consider Ratification of Cash Position and Interim Claims Report

Ms. Ferreira presented the August 31, 2021 schedule of cash position updated as of October 25, 2021 to the Board. Ms. Ferreira presented claims in the amount of \$57,934.42 to the Board for ratification. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the schedule of cash position and ratified the claims.

Conduct 2021 Budget Amendment Hearing and Consider Adoption of Resolutions to Amend 2021 Budget

Director Scott opened the public hearing on the 2021 Budget Amendment to the Board. Ms. Murphy noted that the notice of the public hearing was published in accordance with Colorado law in the *Northglenn-Thornton Sentinel*. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Ferreira reviewed the 2021 Budget Amendment with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution amending the General Fund to \$91,000 and the Operations Fee Fund to \$600,000.

The Board directed legal counsel and the District's accountant to file the 2021 Budget Amendment.

Conduct 2022 Budget Hearing and Consider Adoption of Resolution to Adopt 2022 Budget and Set Mill Levies

Director Scott opened the public hearing on the proposed 2022 Budget. Ms. Murphy noted that the notice of public hearing was published in accordance with Colorado law in the *Northglenn-Thornton Sentinel* and/or posted as required by Colorado law. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Ferreira reviewed the 2022 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2022 Budgets as discussed, appropriating funds therefore and certifying the following mill levies: General Fund – 16.113 mills; and Debt Service Fund: 45.238.

The Board directed legal counsel and the District's accountant to certify the mill levies by December 15, 2021 and file the 2022 Budget by January 30, 2022.

Other Financial Matters

None.

Management Matters

Manager Report

Ms. Sykes reviewed the Manager Report with the Board.

Consider Approval of Proposal from Weed Wranglers for Spraying of Native Weeds

Ms. Sykes reviewed the Weed Wranglers Proposal for spraying of native weeds to the Board for consideration. Following discussion, the Board determined not to approve the proposal.

Consider Approval of Independent Contractor Agreement with Schultz Industries for 2022 Snow Removal and Landscape Services

Ms. Sykes reviewed the Independent Contractor Agreement with Schultz Industries for 2022 snow removal and landscape services to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement for \$73,500 with two native mows and three native sprays subject to final review by Director Juhrs.

Update Regarding Lights in the Park

Ms. Sykes noted she has not heard from the lighting vendor. Director Nelson has also followed up and has not been able to contact him. Following discussion, upon a motion duly made and seconded, the Board unanimously terminated the contract.

Update Regarding Water Costs

Ms. Murphy provided an updated regarding water costs. No action was taken.

Update Regarding Prairie Dog Removal

Ms. Sykes noted the first treatment was on October 11, 2021 and the second treatment was on November 15, 2021 for the prairie dog removal.

Other Management Matters

Update Regarding Basketball Court

Director Nelson noted the Basketball documents are being drafted this week and asked Ms. Sykes to have irrigation system located to avoid damage.

Update Regarding Asphalt

Director Nelson noted they need to clean the tar off from decorative concrete areas.

Executive Session

Upon motion of Director Scott, seconded by Director Fresquez, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 6:52 P.M. for the purpose of receiving legal advice on specific legal questions related to a fine waiver request for account 1824283 and account 1845776 pursuant to § 24-6-402(4)(e), C.R.S. determining positions relative to matter that may be subject to negotiations, developing

strategy for negotiations, and instructing negotiators related to a fine waiver request for account 1845776.

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of the District's/Districts' attorney, constitutes privileged attorney-client communication pursuant to § 24-6-402(4)(b), C.R.S.

Also pursuant to § 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Boards reconvened in regular session at 7:02 P.M.

Legal Matters

Adoption of Resolution Amending Design Guidelines (Lighting and Decorations)

Ms. Murphy presented the Resolution Amending the Design Guidelines for lighting and decorations to the Board for consideration. Director Nelson has also followed up and has not been able to contact him. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution subject to changing to allow Christmas decorations from November 21st through January 15th.

Adoption of Resolution Calling May 2022 Election and Designation of Method for Providing Notice of Call for Nominations

Ms. Murphy discussed the method for providing notice of the Call for Nominations for the May 2022 Election with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved to publishing the Call for Nominations in the District newsletter.

Consider Approval of Engagement Letter for Special Legal Counsel for Foreclosure Matters

Ms. Murphy presented the engagement letter for Special Legal Counsel with IDEA Law Group, LLC for Foreclosure Matters to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement letter.

Discussion Regarding Storage of Meeting Recordings

Ms. Murphy presented the storage of meeting records to the Board for discussion. Follow discussion, the Board agreed to only keep the last two meetings on the website and directed Ms. Sykes to send out email communication regarding this.

Consider Adoption of Resolution Regarding Acceptance and

Ms. Murphy presented the Resolution Regarding Acceptance and Acquisition of Public Improvements to the Board for consideration. Following discussion, upon a

Acquisition of Public
Improvements

motion duly made and seconded, the Board unanimously
adopted the resolution.

Other Legal Matters

None

Adjourn

There being no further business to be conducted, the
meeting was adjourned.

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 5th day of
January, 2022.

DRAFT

**ATTORNEY STATEMENT
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION**

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Cundall Farms Metropolitan District, I attended the executive session meeting Cundall Farms Metropolitan District convened at 7:02 P.M. and November 2, 2021 for the sole purpose of legal advice on specific legal questions related to a fine waiver request for account 1824283 and account 1845776 pursuant to § 24-6-402(4)(e), C.R.S. determining positions relative to matter that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to a fine waiver request for account 1845776 as authorized by § 24-6-402(4)(e), further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Megan J. Murphy, Esq.

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