

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE
ORCHARD FARMS METROPOLITAN DISTRICT
(F/K/A BIG DRY CREEK METROPOLITAN DISTRICT)
HELD
DECEMBER 5, 2019

The Special Meeting of the Board of Directors (the “Board”) of the Orchard Farms Metropolitan District (the “District”) was held on Thursday, December 5, 2019, at 9:00 a.m., at Northern Hills Church 5061 E. 160th Avenue, Thornton, CO 80601. The meeting was open to the public.

Attendance

In Attendance were Directors

Randy Stutz
Ambra Born
Chris Elliott
John Cheney

Also in Attendance were:

Kim Herman, District Manager; CliftonLarsonAllen LLP (“CLA”)
Ben Houghton, District Accountant; CliftonLarsonAllen LLP (“CLA”) - by
phone
Clint Waldron, Esq. General Counsel; White Bear Ankele Tanaka and
Waldron;
Susie Ellis; CPS, Inc.; Inspection Manager; Community Preservation
Specialists, Inc.
Debra Hessler; Lennar Homes

Call to Order

Director Stutz called the meeting to order at 9:00 a.m.

Disclosure Matters

Mr. Waldron advised the Board that pursuant to Colorado law, certain disclosures by the Board members might be required prior to taking official action at the meeting. Mr. Waldron reported that disclosures for those directors with 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. Mr. Waldron inquired into whether members of the Board had an 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 Board determined that the participation of the members present was necessary to obtain a quorum or 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 as presented.

Public Comment

There were no public comments.

RECORD OF PROCEEDINGS

Consent Agenda

Ms. Herman presented the items on the consent agenda to the Board. Upon a motion duly made and seconded, the Board unanimously approved the following items on the consent agenda:

- September 12, 2019 Board Meeting minutes
- Claims Payable in the Amount of \$29,387.84
- Resolution Calling a Regular Election on May 5, 2020

Facilities Management/District Operations

District Report: Ms. Herman reviewed the District Manager's report with the Board.

Ms. Herman discussed the 2020 Landscaping Maintenance and Snow Removal proposals with the Board, noting the Landscaping Committee recommends the contract be awarded to Brightview Landscaping.

Upon a motion duly made and seconded, the Board unanimously approved the 2020 Landscaping Maintenance and Snow Removal services agreement with Brightview Landscaping, noting January through May 2020 snow removal services would continue with Metco due to Brightview not having capacity to add the community at this time.

Community Activities

Social: Director Born reported the Halloween Trunk or Treat was successful, noting the addition of a Coffee Cart increased adult participation. She requested funding of \$2,500 to install an outlet at the monument for Holiday Lighting. Upon a motion duly made and seconded, the Board unanimously approved the request, not to exceed, \$2,500 to install an outlet at the monument for Holiday Lighting. She reported the committee is planning 4 events for 2020- Arbor Day, July 4th Parade, Halloween Trunk of Treat and Coffee Cart Adult Get to Know Your Neighbors.

Landscaping: Ms. Herman reported working with Director Stutz and residents Kim Dorland and Gwen Buehler on establishing the landscaping committee. It was noted the residents felt an additional 2 dog stations would be beneficial for the Community around the park. Upon a motion duly made and seconded, the Board approved the purchase and installation of 2 dog stations at a cost not to exceed \$2,500.

Advisory: Ms. Herman reported working with Director Born and residents Glenda Suarez and Greg Leupold on establishing the Advisory Committee, which will be responsible for reaching out to residents and determine Community needs.

Covenant Enforcement: Ms. Ellis reviewed her Enforcement report, noting she is working with new owners to explain the process of requesting changes before installation.

RECORD OF PROCEEDINGS

Website Updates: Ms. Herman reported continuing to work with the web designer to ensure all titles and documents are updated to read Orchard Farms Metropolitan District.

Discuss Meeting Dates and Times: The Board reported continuing meetings on the second Thursday of March, June, September, and December at 9:00 am appeared to work for 2020.

Discuss Meeting Preparation and Follow up Tasks: The Board reported feeling response times and preparation was much smoother.

Legal Matters

Discuss Ratification of Acceptance and Acquisition of Public Improvements (Tracts A, B, K, L, and M): Mr. Waldron presented the Resolution Regarding Acceptance of Public Improvements to the Board. Following discussion, upon a motion duly made and seconded, the Board ratified the acceptance and acquisition of tracts A, B, K, L, and M.

Consider Approval of 2020 Annual Administrative Resolution: Mr. Waldron presented the 2020 Annual Administrative Resolution to the Board. Following discussion, upon a motion duly made and seconded, the Board approved the 2020 Annual Administrative Resolution.

Consider Approval of Resolution Concerning Online Notice of Regular and Special Meetings: Mr. Waldron presented the Resolution Concerning Online Notice of Regular and Special Meetings. Following discussion, upon a motion duly made and seconded, the Board approved the Resolution Concerning Online Notice of Regular and Special Meetings. The Board also requested that notices also continue to be posted at the new information board in the park as a courtesy to residents.

Other: The Board discussed the appointment of members of the Landscaping and Advisory Committees. Upon a motion duly made and seconded, the Board approved the appointment of the following members of the Landscaping and Advisory Committee:

Landscaping Committee: Director Randy Stutz, Kim Dorland, and Gwen Buehler

Advisory Committee: Director Ambra Born, Glenda Suarez, and Greg Leupold

Financial Matters

Consider Acceptance of Financial Statements and Cash Position Report: Mr. Houghton presented the October 31, 2019 Financial Statements and Schedule of Cash Position dated October 31, 2019 to the Board. Following discussion, upon a motion duly made and seconded, the Board accepted the October 31, 2019 Financial Statements and Schedule of Cash Position dated October 31, 2019.

Consider Public Hearing to Consider Amending the 2019 Budget;
Consider Adoption of Resolution to Amend 2019 Budget: Director Stutz_

RECORD OF PROCEEDINGS

opened the public hearing on the 2019 budget amendment. Mr. Waldron noted that the public hearing was published in accordance with Colorado law in the *Northglenn-Thornton Sentinel* on November 28, 2019. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Houghton reviewed the 2019 budget amendment with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the 2019 Budget Amendment Resolution amending the General Fund to \$92,500.

Consider Public Hearing to Consider Adoption of 2020 Budget, Appropriate Expenditures and Certify Mill Levy; Consider Adoption of 2020 Budget, Appropriate Expenditures and Certify Mill Levies Resolution: Director Stutz opened the public hearing on the 2020 budget. Mr. Waldron noted that the public hearing was published in accordance with Colorado law in the *Northglenn-Thornton Sentinel* on November 28, 2019. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Houghton reviewed the 2020 budget with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the resolution adopting the budget, appropriating funds therefor and certifying 18.000 mills in the General Fund and 55.664 mills in the Debt Service Fund.

Consider Auditor Proposals for the 2019 Audit: Mr. Houghton reported Simmons and Wheeler had declined providing auditing services for the 2019 audit and presented proposals from Strategem, Haynie and Company and Fiscal Focus Partners. Following discussion, upon a motion duly made and seconded, the Board approved engagement of Strategem for the 2019 Audit.

Other: There were no other Financial Matters to discuss.

Adjournment

There being no further business to come before the Board and following discussion and upon a motion duly made and seconded, the Board unanimously adjourned the meeting at 10:33 a.m.

Respectfully submitted,

Secretary for the Meeting

The foregoing minutes were approved on the ___ day of _____, 2020.