

**RECORD OF PROCEEDINGS**

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**MINUTES OF THE REGULAR MEETING OF THE  
BOARD OF DIRECTORS OF THE  
ORCHARD FARMS METROPOLITAN DISTRICT  
(F/K/A BIG DRY CREEK METROPOLITAN DISTRICT)  
HELD MARCH 12, 2020**

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The Regular Meeting of the Board of Directors (the “Board”) of the Orchard Farms Metropolitan District (the “District”) was held on Thursday, March 12, 2020, at 9:00 a.m., at Northern Hills Church 5061 E 160<sup>th</sup> Avenue, Brighton, CO 80601. The meeting was open to the public.

Directors In Attendance Were:

Randall Stutz  
Christopher Elliott  
John Cheney

Also In Attendance Were:

Gigi Pangindian, Accountant and Kim Herman, District Manager; CliftonLarsonAllen LLP (“CLA”)  
Megan Murphy, Esq. General Counsel; White Bear Ankele Tanaka and Waldron  
Susie Ellis; Inspection Manager; Community Preservation Specialists, Inc.  
Debra Hessler; Lennar Homes  
Mike Sullivan; D.A. Davison  
Brian McNelly, Resident  
Kevin Weller; Future Resident

Directors Corey Elliott and Ambra Born were absent. All absences are deemed excused unless otherwise notice in these minutes.

1. CALL TO ORDER

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

2. DECLARATION OF QUORUM / DIRECTOR QUALIFICATIONS /  
REAFFIRMATION OF DISCLOSURES

Ms. Murphy 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. Ms. Murphy 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. Ms. Murphy 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

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noted. The Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

### 3. APPROVAL OF THE AGENDA

The Board reviewed the proposed agenda. Following discussion, upon a motion duly made by Director Elliott, seconded by Director Stutz, and upon a vote, unanimously carried, the Board approved the agenda as modified.

### 4. PUBLIC COMMENTS

A member of the public asked why the name was changed from “Big Dry Creek Metropolitan District” to “Orchard Farms Metropolitan District”? Ms. Herman responded that the Board authorized changing the name to make the name of the metropolitan district match the name of the development.

### 5. CONSENT AGENDA

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

- A. December 5, 2020 Minutes
- B. Claims Payable in the Amount of \$33,062.08
- C. Resolution Designating 24-Hour Posting Location
- D. Independent Contractor Agreement with Brightview for Snow Removal and Landscaping Services
- E. Amended and Restated Public Records Request Policy

### 6. FACILITIES MANAGEMENT / DISTRICT OPERATIONS

#### A. Review District Manager’s Report

Ms. Herman reviewed the District Manager’s report with the Board. Ms. Ellis asked if Lennar was installing fencing on homeowner lots. Director Cheney responded that homeowners are responsible for installing fencing on their lots.

#### B. Committee Activities

##### 1. Social Committee

Ms. Herman provided an update regarding the Social Committee. Upon a motion duly made by Director Cheney, seconded by Director Stutz, and upon a vote, unanimously carried, the Board approved an Easter event to be sponsored by a local realtor.

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### 2. Landscaping Committee

Director Stutz reported he is working with a group for the Landscaping Committee. He noted that he is pleased with Brightview's team and services.

### 3. Advisory Committee

There was no update from the Advisory Committee.

## C. Review Covenant Enforcement Report

Ms. Ellis provided an update and handed out the Covenant Enforcement Report. The Board engaged in discussion regarding lease concerns and home occupancy concerns at a residence in the community. Ms. Ellis responded that she has issued an advisory letter and a hearing notice. Ms. Ellis will continue to follow the standard covenant enforcement procedures for this residence.

## D. Website Updates

Ms. Herman provided an update on the website, noting that a calendar is being worked on via Google Calendar.

## E. Other

None.

## 7. LEGAL MATTERS

### A. Discussion Regarding May 5, 2020 Election

Ms. Murphy provided an election update. As there were not more candidates for director than offices to be filed, the election will be cancelled, and Directory Cheney and Brian McNelly will be elected to terms ending in May 2023. Oaths will be taken after May 5, 2020..

### B. Discussion Regarding Board Transition

Ms. Murphy noted that the Board will be majority residents starting on May 6, 2020. Ms. Herman agreed to work with Mr. McNelly, the newly elected Board member, with regard to questions he may have regarding the District.

### C. Consider Approval of Engagement of Ranger Engineering for Cost Certification Services

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Ms. Murphy reviewed the engagement. Upon a motion duly made by Director Stutz, seconded by Director Elliott, and upon a vote, unanimously carried, the Board approved the engagement of Ranger Engineering for Cost Certification Services.

### D. Other – Resolution Concerning The Ongoing Imposition of An Operations Fee and Resolution Establishing Guidelines For The Processing and Collection of Delinquent Fees and Charges

Ms. Murphy presented the Resolution Concerning The Ongoing Imposition of An Operations Fee and the Resolution Establishing Guidelines For The Processing and Collection of Delinquent Fees and Charges to the Board. Ms. Murphy noted that both of these resolutions have been previously adopted by the Board under the name “Big Dry Creek Metropolitan District” and the purpose of adoption now is to update the name of the District. Upon a motion duly made by Director Stutz, seconded by Director Cheney, and upon a vote, unanimously carried, the Board adopted the Resolution Concerning The Ongoing Imposition of An Operations Fee and the Resolution Establishing Guidelines For The Processing and Collection of Delinquent Fees and Charges

## 8. FINANCIAL MATTERS

### A. Consider Acceptance of Financial Statements and Cash Position Report

Ms. Pangindian reviewed the December 31, 2019 Financial Statements and Cash Position Report. Director Cheney requested the financial statements to show a “Reserve” line item in the Operations Fee Fund for maintenance of the underdrain and park equipment. Director Stutz asked about underdrain maintenance and Ms. Herman stated she would provide proposals at the next meeting. Upon a motion duly made by Director Stutz, seconded by Director Cheney, and upon a vote, unanimously carried, the Board accepted the Financial Statements and Cash Position Report.

### B. Discussion Regarding Agreement Concerning Operations Fee

Ms. Pangindian provided an update regarding the agreement concerning operations fees. Ms. Pangindian noted that CLA is required to pay any outstanding balance on or before March 31, 2020.

### C. Other – DA Davidson

Mr. Sullivan reviewed the outstanding debt of the District and the possibility to refinance the outstanding debt in the future. Following discussion, the Board directed Ms. Herman to place the handout created by D.A. Davidson regarding the outstanding debt on the District’s website.

## 9. OTHER BUSINESS / ADJOURN

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There being no further business to come before the Board and upon a motion duly made and seconded, the Board unanimously adjourned the meeting at 10:07 a.m.

Respectfully submitted,

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Secretary for the Meeting

The foregoing minutes were approved on the \_\_\_ day of \_\_\_\_\_, 2020.