

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
ORCHARD FARMS METROPOLITAN DISTRICT
HELD

Thursday, March 11, 2021

A special meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, March 11, 2021 at 9:00 a.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Ambra Brown
Randall Stutz
John Cheney
Brian McNelly

Director Christopher Elliott was absent.

Also in Attendance were:

Celeste Terrell, Krista Baptist & Gigi Pangindian;
CliftonLarsonAllen LLP (CLA)
Megan Murphy, Esq. General Counsel; White Bear Ankele
Tanaka and Waldron
Susie Ellis, Inspection Manager; Community
Preservation Specialists, Inc.

CALL TO ORDER

The meeting was called to order at 9:20 a.m.

DECLARATION OF
QUORUM /
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.

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APPROVAL OF AGENDA

Following review, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the agenda as presented.

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

Following review, upon a motion duly made by Director Stutz, seconded by Director Cheney and, upon vote, unanimously carried, the Board approved the Consent Agenda which included the following items:

November 12, 2020 Minutes

Claims Payable in the Amount of \$81,938.42

Engagement Letter with Wipfli for the 2020 Audit

FACILITIES MANAGEMENT / DISTRICT OPERATIONS

District Manager's Report: Ms. Terrell reviewed the manager's report with the Board. Following discussion, upon a motion duly made by Director Cheney, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the proposal from Rocky Mountain Sewer Jet to jet the underdrains in an amount not to exceed \$20,000, subject to final approval by Director Stutz.

Snow Removal Areas: The Board discussed including the mailbox area on 163rd Ave. and Milwaukee St into the snow removal contract with the District. Upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved adding this area to the District's snow removal contract.

BrightView Snow Removal / Ice Management Event Summaries: Ms. Terrell reviewed the BrightView snow removal and ice management event summaries with the Board.

Design Review Committee: The Board discussed creating a Design Review Committee consisting of homeowners and Board members. CLA will continue to review requests and contact the Advisory Committee as needed for assistance. Following discussion, the Board determined to take no action at this time.

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Insurance Coverage: Ms. Murphy notified the Board that the Colorado Special District Property and Liability Pool is offering insurance coverage for all Committee members for \$1 per member, per year. Upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board directed Ms. Terrell to add insurance coverage for all Committee members.

Committee Reports:

Social Committee: Director Born reported that the Social Committee is hoping to host outdoor events this summer.

Landscaping Committee: Director Stutz expressed concerns regarding snow removal around the park. Ms. Terrell will follow up with BrightView. The Board discussed refreshing the mulch. Ms. Terrell will contact BrightView for alternative mulch material.

The Board discussed whether or not the Landscaping Committee may approve landscaping items outside of a Board meeting. Upon a motion duly made by Director Stutz, seconded by Director Born and, upon vote, unanimously carried, the Board approved the Landscaping Committee to spend an amount not to exceed \$10,000 per season for landscape improvements. All expenditures will be ratified by the Board at a public meeting.

Advisory Committee: Ms. Terrell has contacted owners who have expressed interest in the past and will set up a meeting with them.

Covenant Enforcement Report: Ms. Ellis presented her covenant enforcement report to the Board.

Other: None.

LEGAL MATTERS

Resolution Accepting Public Improvements – Tract D and E. 163rd Ave: Ms. Murphy reviewed the Resolution with the Board. Upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the Resolution Accepting Public Improvements – Tract D and E. 163rd Ave.

Amended and Restated Resolution Establishing Policies and Procedures for the Acceptance of Landscape Improvements:

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Attorney Murphy reviewed the Resolution with the Board. Upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, majority carried, the Board adopted the Amended and Restated Resolution Establishing Policies and Procedures for the Acceptance of Landscape Improvements. It was noted that Director Cheney abstained from the vote due to a conflict of interest.

Appointment of Members to the Advisory Committee: This item was deferred.

Appointment of Members to the Social Committee: Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board appointed Ms. Nayeli Solis, Ms. Michele Warszalek, and Director Born to the Social Committee.

Appointment of Members to Landscape Committee: Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board appointed Directors Stutz and McNelly, Ms. Kim Dorman and Ms. Gwen Buehler to the Landscape Committee.

Other: The Board discussed the Covenant Enforcement Committee. Upon a motion duly made by Director McNelly, seconded by Director Born and, upon vote, unanimously carried, the Board dissolved the Covenant Enforcement Committee, noting that any covenant enforcement questions should be sent to the Advisory Committee.

FINANCIAL MATTERS

December 31, 2020 Financial Statements and Cash Position Report: Following review, upon a motion duly made by Director Cheney, seconded by Director Born and, upon vote, unanimously carried, the Board accepted the December 31, 2020 Financial Statements and Cash Position Report.

Other: None.

DIRECTORS' MATTERS

Fencing Setback Requirements: Fencing setback requirements will be discussed by the Advisory Committee at a later time. No action was taken.

Other: None.

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OTHER MATTERS

The Board engaged in discussion regarding refinancing opportunities in 2022. No action was taken.

ADJOURNMENT

June 10, 2021 Board Meeting: A quorum was confirmed for the June 10, 2021 Board Meeting. There being no further business to come before the Board, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board adjourned the meeting.

Respectfully submitted,

DocuSigned by:

Brian McNelly

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Secretary for the Meeting

The foregoing minutes were approved on the 10th day of June, 2021.

Certificate Of Completion

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Subject: Please DocuSign: OFMD - Minutes 03-11-2021.pdf

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Natalie Herschberg

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6/11/2021 4:21:50 PM

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Signer Events

Brian McNelly

brian.mcnelly@orchardfarmsmetrodistrict.com

Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

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Sent: 6/11/2021 4:24:50 PM

Viewed: 6/29/2021 6:51:17 AM

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Electronic Record and Signature Disclosure:

Accepted: 6/29/2021 6:51:17 AM

ID: 40d116d2-371e-48a5-a206-3b139914a7ae

In Person Signer Events

Signature

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Editor Delivery Events

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Carbon Copy Events

Status

Timestamp

Witness Events

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Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Envelope Sent

Hashed/Encrypted

6/11/2021 4:24:50 PM

Certified Delivered

Security Checked

6/29/2021 6:51:17 AM

Signing Complete

Security Checked

6/29/2021 6:52:29 AM

Completed

Security Checked

6/29/2021 6:52:29 AM

Payment Events

Status

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