

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

CUNDALL FARMS METROPOLITAN DISTRICT

Held: Thursday, April 18, 2019, at 9:00 a.m., at 5061 E. 160th Avenue, Brighton, Colorado.

Attendance

The regular meeting of the Board of Directors for the Cundall Farms Metropolitan District was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, having confirmed their qualification to serve, were in attendance:

Corey Elliott
David Scott
Christopher Elliott
Matt Janke

Mauricio Barbera was absent. All Director absences are excused unless otherwise stated.

Also present: Megan Murphy, Esq., White Bear Ankele Tanaka and Waldron, P.C., District General Counsel; Ben Houghton, CliftonLarsonAllen, LLC, District Accountant; and Sarah Hunsche, E5X Management.

Call to Order

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

Declaration of Quorum/
Director
Qualifications/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 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 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Murphy reviewed the Agenda with the Board. Following discussion, upon a motion duly made and seconded, the Board approved the Agenda as modified.

Discuss District Management Director Scott informed the Board that he is unhappy with Stillwater Community Management (“SCM”) services as District Manager. The Board engaged in discussion regarding management companies and options moving forward. Director Scott also stated that he is unhappy that SCM does not offer electronic payment options. Following discussion, upon a motion duly made and seconded, the Board unanimously request legal counsel prepare and distribute a request for proposal for district management services.

Public Comment None.

Consent Agenda Ms. Murphy presented the items on the consent agenda to the Board for consideration. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved and adopted.

- Minutes from the January 17, 2019 Meeting
- Ratification of Independent Contractor Agreement with Little Angles Pony and Pals
- Ratification of Termination of Independent Contractor Agreement with LDUB Lights

Operations

District Manager’s Report and Violations Report Ms. Murphy presented the Board with the District Managers Report for review. No action was needed.

Discuss Design Review Committee This matter was deferred to the next meeting.

Update from Social Committee This matter was deferred to the next meeting.

Update from Advisory Committee This matter was deferred to the next meeting. Director Scott noted that he is unhappy with the lack of attendance to Board meetings by the advisory committee.

Discuss Outlets at Entrances for Holiday Lights This matter was deferred to the next meeting.

Other Operations Matters Director Scott stated that he does not have the holiday decorations in his possession and has not heard from LDUB or SCM regarding this matter.

Legal Matters

Consider Adoption of Resolution Regarding Acceptance and Acquisition of Public Improvements from KB Homes Colorado (Tracts D, H, M and N Cundall Farms Subdivision Filing No. 1) - Consider Approval of Bills of Sale (Tracts D, H, M and N Cundall Farms Subdivision Filing No. 1) - Consider Approval of Special Warranty Deeds (Tracts D, H, M and N Cundall Farms Subdivision Filing No. 1)

Ms. Murphy presented the Board with the Resolution Regarding Acceptance and Acquisition of Public Improvements for consideration. Director Scott explained that there were quite a few problems with Tract D and presented photos to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted tracts H, M, and N, deferring the acceptance of Tract D until the outstanding issues can be resolved.

Consider Approval of Independent Contractor Agreement with Fun Services, Inc. for Inflatables and Face Painting

Ms. Murphy presented the Board with the Independent Contractor Agreement with Fun Services, Inc. for Inflatables and Face Painting for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Approval of Independent Contractor Agreement with David Brooks for Cover Band Services

Ms. Murphy presented the Board with the Independent Contractor Agreement with David Brooks for Cover Band Services for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Approval of Independent Contractor Agreement with Fun Flicks Outdoor Movies for Premier Movie Screen and Popcorn

Ms. Murphy presented the Board with the Independent Contractor Agreement with Fun Flicks Outdoor Movies for Premier Movie Screen and Popcorn for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Approval of Independent Contractor Agreement with Kiowa Creek, LLC for Wagon Rides

Ms. Murphy presented the Board with the Independent Contractor Agreement with Kiowa Creek, LLC for Wagon Rides for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Other Legal Matters

None.

Financial Matters

Consider Acceptance and Approval of Unaudited Financial Statements and Claims Payable

Mr. Houghton reviewed the March 31, 2019 financial statements and the claims payable with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the financial statements, approved the checks for \$62,143.61, and

ratified the claims for \$26,014.48.

Other Financial Matters

None.

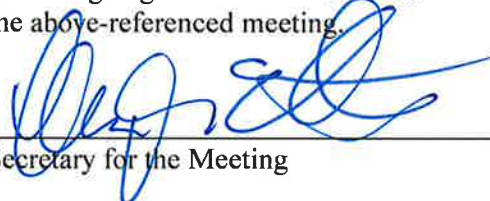
Other Business

Director Elliott inquired about when the District will have the authority to appoint the Architectural Review Committee (the "ARC"). Ms. Murphy responded that the District will have the authority to appoint the ARC upon the conveyance of all the Units to the first owners. Following discussion, the Board directed legal counsel to send a request to KB Homes to transfer the ARC appointment authority now.

Adjournment

There being no other matters to come before the Board and following discussion and upon a motion duly made, seconded and unanimously carries, 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 by the Board of Directors at a special meeting on May 23, 2019.