

MINUTES OF A SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

CUNDALL FARMS METROPOLITAN DISTRICT

Held: Thursday, June 18, 2020, at 5:00 p.m. via
Teleconference.

Due to the Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting will be held via teleconference.

Attendance

A special 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 Maes
Bradley Nelson
Kathy Snyder

Also present were Clint C. Waldron, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel.

Call to Order

Ms. Murphy 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 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. Mr. Waldron 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 as presented.

Public Comment None.

Executive Session Upon a motion duly made and seconded, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 5:04 P.M. for the purpose of receiving legal advice pursuant to §24-6-402(4)(b), C.R.S. and determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators pursuant to § 24-6-402(4)(e), C.R.S. all related to the Independent Contractor Agreement between Cundall Farms Metropolitan District and 5150 Community Management, LLC.

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 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 Board reconvened in regular session at 5:44 P.M.

The Board directed legal counsel to take the following actions: (1) distribute a list of potential District management companies to the Board no later than June 19, 2020; (2) distribute a request for proposals to District management companies no later than June 22, 2020 with responses due no later than July 6, 2020; (3) distributed the proposals received to the Board no later than July 8, 2020; and (4) schedule interviews with District management companies selected by the Board the week of July 13th.

Other Business The Board engaged in general discussion regarding a vacancy on the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed Darren Fresquez to the Board.

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.

Darren Fresquez

Darren Fresquez (Jul 24, 2020 17:14 MDT)

Secretary for the Meeting

The foregoing minutes were approved on the 14th day of July, 2020.

**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 at a special meeting of Cundall Farms Metropolitan District convened at 5:04 P.M. on June 18, 2020 for the sole purpose of receiving legal advice on specific legal questions pursuant to Section 24-6-402(4)(b), C.R.S. and determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations and instructing negotiators pursuant to Section 24-6-402(4)(e), C.R.S. all related to the Independent Contractor Agreement between Cundall Farms Metropolitan District and 5150 Community Management, LLC. I 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

Megan J. Murphy, Esq.







Cundall Farms Minutes for Signature

Final Audit Report

2020-07-24

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