

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

CUNDALL FARMS METROPOLITAN DISTRICT

Held: Thursday, July 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:

David Scott
Christopher Elliott
Matt Janke
Mauricio Barbera

Corey Elliott was absent. All Director absences are excused unless otherwise stated.

Also present: Megan J. Murphy, Esq., White Bear Ankele Tanaka and Waldron, P.C., District General Counsel; Denise Hass and Emily Carpenter, 5150 Community Management, District Manager; Gigi Pangindian, CliftonLarsonAllen, LLLP, District Accountant, and homeowners.

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 presented.

Public Comment

Mr. Stewart asked who is responsible for mowing in-between the open spaces. Director Barbera stated that he has received a proposal from Metco for this work, and it will get done. It was also stated that there will now be a beauty band included in the proposal and later in the year there will be one additional mowing because this is a native grass area. Director Barbera stated that tree replacement, to be paid for by KB Homes will also be included in the proposal from Metco.

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 June 20, 2019 Meeting
- Independent Contractor Agreement with Heather Sosa for Website Design and Maintenance
- Authorize Filing of 2019 Quinquennial Report

Operations

District Manager Introduction

Denise Hass and Emily Carpenter from 5150 Community Management introduced themselves to the Board. Director Elliott asked if they had communicated with the previous District Manager, Stillwater Community Management (“Stillwater”). Ms. Hass responded that yes they have been in communication with Stillwater and 5150 has received the homeowner list. Ms. Hass also stated that their goal is to send out a transition/welcome letter to homeowners tomorrow. Director Scott asked several questions regarding operations billing. Ms. Hass stated that these will all be addressed in the transition letter.

Consider Approval of Independent Contractor Agreement with 5150 Community Management

Ms. Murphy presented the Board with the Independent Contractor Agreement with 5150 Community Management for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement subject to final legal review.

District Manager’s Report and Violations Report

Ms. Murphy noted that Mr. Bristol did not provide a District Manager’s report and is not in attendance.

Update from ARC Advisory Committee

No members of the ARC Advisory Committee were present.

Discuss Modifications to Design Guidelines

The Board determined to defer this matter until the next meeting when members of the ARC Advisory Committee are in attendance.

Update from Social Committee

Ms. Juhrs provided the Board with an up-to-date budget and discussed the Summer Party. She noted that they did not meet the minimum sales required on the food truck so the District had to provide funds to make up the difference. It was noted that the Social Committee will be sending out a survey to find out why residents did not attend the Summer Party and what would make them want to attend in the future. Ms. Murphy informed the Board that the District Accountant has been working to make sure Ms. Juhrs is fully reimbursed and not paying out of pocket for expenses for Social Committee activities.

Update from Advisory Committee

Mr. Maes presented the Board with an update from the Advisory Committee. The Board engaged in a discussion regarding Operations Fee payments. Mr. Maes asked if the District can do a review for each homeowner account and find out their status on their payments of the Operations Fee. Ms. Hass stated that moving forward, every homeowner will have the ability to log in to view their account and will receive a starting statement and that this will be addressed as part of the transition. Following discussion, upon a motion duly made and seconded, the Board unanimously determined to suspend all Operation Fee collection efforts until after the September 19th meeting.

Mr. Maes would like to meet with Ms. Hass and Metco to do a walk-through of the community and talk about concerns. Director Scott noted that he would like to be included in this meeting.

Mr. Maes said they are working on a slide for the small park and a quote from Metco for 3 pet waste stations with large trash cans.

Mr. Maes also requested for 4 mail box stations to have covers with lights. Ms. Hass noted that she will get bids for this project.

Update on Community Clean-Up Day

Ms. Juhrs stated that a neighbor requested a community clean-up day and there has been little to no discussion since. This matter was deferred to the next meeting.

Discuss Status of Holiday Lighting Proposals

Director Scott stated that he discussed previous holiday light proposals and has requested another bid from LDUB lights. No action was taken at this time.

Review Proposal for Outlet Installation at Community Entrances

This matter was deferred to the next meeting.

Consider Approval of Second Amendment to Independent Contractor Agreement with Metco Landscape, Inc.

Ms. Murphy presented the Board with the Second Amendment to Independent Contractor Agreement with Metco for consideration. Ms. Murphy noted that this amendment is for the “well site” and work has not been performed there yet because Metco did not know this was District property. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Second Amendment. Director Elliott also stated that as part of the budget process, the Advisory Committee can review the base contract and make adjustments.

Other Operations Matters

None.

Legal Matters

Consider Adoption of Resolution Regarding Acceptance and Acquisition of Public Improvements from KB Homes Colorado (Tract D, Cundall Farms Subdivision Filing No. 1) – Consider Approval of Special Warranty Deed and Bill of Sale (Tract D, Cundall Farms Subdivision Filing No. 1)

The Board engaged in a discussion regarding the Tract D improvements. Director Scott stated that the fence was repaired but there is still a bobcat in the cul-de-sac with a dirt pile. He also stated that of the 12 lights on the trail, numbers 2, 4, and 7 starting at the north end were incomplete. Director Barbera stated that after the last meeting, they confirmed all lights are installed. It was noted that the trail south of the drain needs to be replaced. Director Scott noted that he requested a proposal for poles to be installed on the trail sidewalk. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution, the Bill of Sale, and approved the recording of the Special Warranty Deed. The Board also directed legal counsel to draft a letter agreement with KB Homes regarding outstanding maintenance, subject to approval by Directors Scott and Barbera, and a KB representative.

Other Legal Matters

None.

Financial Matters

Consider Acceptance and Approval of Unaudited Financial Statements and Claims Payable

Ms. Pangindian reviewed the June 30, 2019 financial statements with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the financial statements.

Discuss use of Bill.com

Ms. Pangindian engaged in a discussion with the Board regarding the use of Bill.com for automatic payments. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the use of Bill.com, and authorized Director Scott and Director Elliott as signers on the account.

Other Financial Matters

Ms. Pangindian presented the Board with the audit extension for consideration and noted that the 2018 Audit is due to the State Auditor by July 31st, but this extension will ensure compliance with the statute. Following discussion, upon a motion duly made and

seconded, the Board unanimously approved the extension.

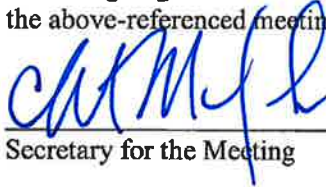
Other Business

None.

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 September 19, 2019.