

MINUTES OF A SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

CUNDALL FARMS METROPOLITAN DISTRICT

Held: Tuesday, October 19, 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 Patrick Maes
Bradley Mark Nelson
Kathy Snyder
Darren Fresquez

Also present was Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron; Melissa Sykes, Advance HOA Management, Inc.; Ben Houghton, CliftonLarsonAllen, LLP, District Accountant; and homeowners.

Call to Order

Director Scott 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 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.

Agenda

The Board reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as amended.

Public Comment

None.

Consent Agenda

Following a summary by Ms. Murphy, the items on the consent agenda were approved and/or adopted by one motion duly made and seconded, and unanimously carried.

1. Minutes from October 6, 2020 Special Meeting
2. Special District Disclosure Notice Pursuant to § 32-1-809, C.R.S.

Financial Matters

Consider Approval of Cash
Position Report/Interim Claims

Mr. Houghton presented cash position report and \$65,445.40 in claims to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the report and claims.

Public Hearing on 2020 Budget
Amendment

Mr. Houghton opened the public hearing on the 2020 Budget Amendment. Ms. Murphy noted that notice of the public hearing was published in accordance with Colorado law in the *Northglenn-Thornton Sentinel* on October 15, 2020. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

*Consider Adoption of Resolution
Amending 2020 Budget*

Mr. Houghton determined a 2020 Budget Amendment was not necessary.

Public Hearing on 2021 Budget

Mr. Houghton opened the public hearing on the proposed 2021 Budget. Ms. Murphy noted that notice of the public hearing was published in accordance with Colorado law in the *Northglenn-Thornton Sentinel* on October 15, 2020. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

Consider Adoption of Resolution Approving 2021 Budget

Mr. Houghton reviewed the 2021 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 11.133 mills in the General Fund, and 55.664 mills for the debt service fund.

Consider Auditor Proposals for 2020 Audit

The Board engaged in discussion regarding 2020 auditor proposals and requested Mr. Houghton to get multiple proposals. No action was taken.

Management Matters

District Manager Report

Ms. Sykes presented her management report to the Board.

Discuss Architectural Review Committee and Architectural Review Submissions

Ms. Sykes presented a report of the Architectural Review Submissions to the Board.

Consider Adoption of Resolution Regarding Policies, Procedures and Penalties for the Enforcement of Governing Documents

Ms. Murphy presented the Resolution Regarding Policies, Procedures and Penalties for the Enforcement of Governing Documents for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Update from Social Committee

Deferred.

Consider Approval of 2021 Landscape Maintenance and Snow Removal Independent Contractor Agreement

Ms. Sykes presented the Landscape Maintenance and Snow Removal Independent Contractor Agreement proposals to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of Shultz Industries Incorporated effective November 1, 2020.

Discussion Regarding Operations Fee Payments

The Board engaged in general discussion regarding operations fee payments. The Board directed Ms. Sykes to send a message to the community regarding automatic payments and reminder of outstanding balances need to be paid before end of October to avoid late fees. Director Snyder asked for letters to be mailed if people do not have email addresses on file. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the plan.

Director Snyder left the meeting at 6:05 p.m..

Legal Matters

Consider Adoption of 2021 Annual Administrative Resolution

Ms. Murphy presented the 2021 Annual Administrative Resolution. Following discussion, upon a motion duly made

and seconded, the Board unanimously adopted the resolution subject to final legal review.

Other Business

Following discussion the Board authorized Director Nelson and Director Maes to approve proposals to install additional mulch and repair the basketball court with both proposals together not to exceed \$10,000.

Director Fresquez asked about annual playground safety inspections to be added to January 2021 agenda.

Executive Session

Upon motion of Director Scott, seconded by Director Maes, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 6:31 P.M. for the purpose of receiving legal advice on specific legal questions related to: (a) General Obligation Refunding Bonds, Series 2017A, Subordinate Limited Tax General Obligation Improvement Bonds, Series 2017B, and Limited Tax Junior Lien Subordinate General Obligation Bonds, Series 2017C (collectively, the “Bonds”); and (b) Developer Advance Payment to Cundall Farms, LLC and pursuant to § 24-6-402(4)(e), C.R.S. determining positions relative to matter that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to the Bonds and/or the Developer Advance Payment to Cundall Farms, 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 6:35 P.M.

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 (Jan 14, 2021 09:46 MST)

Secretary for the Meeting










2021-01-05 Cundall Farms Execution Packet

Final Audit Report

2021-01-15

Created:	2021-01-13
By:	Dana Anderson (danderson@wbapc.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAApfsWAA0ds1Io9xvQaUkaBR_OsTvII-EI

"2021-01-05 Cundall Farms Execution Packet" History

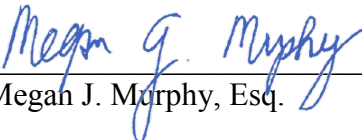
-  Document created by Dana Anderson (danderson@wbapc.com)
2021-01-13 - 9:36:47 PM GMT- IP address: 50.209.233.181
-  Document emailed to David A Scott (david@cfmd.co) for signature
2021-01-13 - 9:38:56 PM GMT
-  Document emailed to Darren Fresquez (darrenfresquez@msn.com) for signature
2021-01-13 - 9:38:56 PM GMT
-  Email viewed by David A Scott (david@cfmd.co)
2021-01-13 - 9:54:39 PM GMT- IP address: 75.71.0.220
-  Email viewed by Darren Fresquez (darrenfresquez@msn.com)
2021-01-13 - 11:29:44 PM GMT- IP address: 71.237.43.20
-  Document e-signed by Darren Fresquez (darrenfresquez@msn.com)
Signature Date: 2021-01-14 - 4:46:09 PM GMT - Time Source: server- IP address: 192.188.155.154
-  Email viewed by David A Scott (david@cfmd.co)
2021-01-15 - 5:11:09 PM GMT- IP address: 75.71.0.220
-  Document e-signed by David A Scott (david@cfmd.co)
Signature Date: 2021-01-15 - 6:55:01 PM GMT - Time Source: server- IP address: 75.71.0.220
-  Agreement completed.
2021-01-15 - 6:55:01 PM GMT

Secretary for the Meeting

The foregoing minutes were approved on the 5th day of January, 2021.

**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 Farm Metropolitan District, I attended the executive session meeting at a special meeting of Cundall Farm Metropolitan District convened at 6:31 P.M. on October 19, 2020 for the sole purpose of discussing legal advice on specific legal questions related to: (a) General Obligation Refunding Bonds, Series 2017A, Subordinate Limited Tax General Obligation Improvement Bonds, Series 2017B, and Limited Tax Junior Lien Subordinate General Obligation Bonds, Series 2017C (collectively, the “Bonds”); and (b) Developer Advance Payment to Cundall Farms, LLC and determining positions relative to matter that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators related to the Bonds and/or the Developer Advance Payment to Cundall Farms, LLC as authorized by Section 24-4-402(4)(b), C.R.S. and Section 24-4-402(4)(e), C.R.S. 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, Esq.