

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
ORCHARD FARMS METROPOLITAN DISTRICT
HELD
DECEMBER 6, 2023

A special meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, December 6, 2023 at 5:00 p.m. via Zoom Video Conference. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Randall Stutz, President
Brian McNelly, Secretary
Nate Watkins, Assistant Secretary
Ed Passini, Director

Director Ben Reiter, Treasurer, was absent and excused.

Also in Attendance were:

Celeste Terrell, Alex Clem and Lindsay Ross; CliftonLarsonAllen LLP (“CLA”)
Allison Fogg, Esq. General Counsel; White Bear Ankele Tanaka and Waldron (“WBA”)
Susie Ellis; Community Preservation Specialists, Inc.
Jeremy Wagner; Jeremy Jobs LLC
Mary Passini, Stephen Brooks and other members of the public

ADMINISTRATIVE
MATTERS

Call to Order: The meeting was called to order at 5:14 p.m.

Quorum & Disclosures: A quorum of the Board was confirmed. Attorney Fogg 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. Attorney Fogg 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 Agenda for the meeting. Following discussion, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the agenda, as presented, and excused the absence of Director Reiter.

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Public Comment: None.

2024 Annual Administrative Matters Resolution: Following review, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board adopted the 2024 Annual Administrative Matters Resolution, as presented.

CONSENT AGENDA

The Board considered the following items under the Consent Agenda:

- October 4, 2023 Minutes and October 4, 2023 Annual Minutes.
- Claims Payable in the amount of \$267,149.70.
- Playground & Recreation Facility Safety Inspection.

Following review and discussion, upon a motion duly made by Director Passini, seconded by Director McNelly, and, upon vote, unanimously carried, the Board approved/acknowledged the Consent Agenda, as presented.

FACILITIES MANAGEMENT / DISTRICT OPERATIONS

District Manager's Report: Ms. Terrell provided an update to the Board regarding design review requests that have been approved since the last Board meeting. Ms. Terrell noted repairs and maintenance that are needed on playground equipment within the park.

Committee Reports:

Social Committee: Director Watkins provided an update to the Board regarding the holiday lighting/decoration contest. Director Watkins distributed a survey on Facebook for feedback on the events that have taken place this past year.

Monthly Limit on Credit Card: Director Watkins asked the Board if it would be feasible to increase the monthly spending limit on the Social Committee's credit card to \$4,000.00. Following discussion, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board authorized increasing the Social Committee's credit card spending limit to \$4,500.00.

Landscaping Committee: Director Stutz and Mr. Wagner provided an update to the Board regarding anticipated landscape projects in 2024. Director Stutz noted that the District is considering taking over some of the open tracts (B, C, and E) from Lennar. He has been working with Mr. Wagner to determine a reasonable cost to keep the tracts effectively maintained.

Advisory Committee: Director McNelly provided an update to the Board regarding the sports court request. The Committee originally

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denied the request, but the resident appealed the decision. The Committee will set another meeting date to re-discuss the sports court request.

Ms. Passini noted concerns she has regarding the procedures and the purpose of the committee. She asked if the Committee could put procedures and guidelines in place. Attorney Fogg mentioned that there is a resolution set for the Advisory Committee.

Director McNelly will provide an update at the next Board meeting regarding what happened at the December Advisory Committee meeting.

Rules and Regulations: Director Stutz suggested that the Committee look at the guidelines and covenants to provide the Board with recommended changes.

Director McNelly will provide an update at the next Board meeting regarding what happened at the December Advisory Committee meeting.

Meeting Requirements: Director Stutz suggested that a quorum and a regular meeting schedule should be set for the Committee.

Committees' Members and Update: Ms. Terrell reviewed the current members of the Committee with the Board and made necessary changes accordingly.

Covenant Enforcement Report: Ms. Ellis provided an update and reviewed the year-to-date Covenant Report for the year to the Board.

Fence Compliance: Director Stutz requested an update regarding the resident with the non-compliant fencing. Ms. Ellis informed the Board that the resident is currently in the daily fining violation stage. The Board requested that Ms. Ellis complete a fencing audit throughout the community and give notice to the residents before the Spring. Ms. Ellis noted that an additional cost will be incurred. The Board requested that Ms. Ellis issue notices in early 2024 and give owners until June 1, 2024, to correct their fencing accordingly.

First Amendment to the Landscape Maintenance and Snow Removal with Jeremy Jobs, LLC for 2024 Services: Following review, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the First Amendment to the Landscape Maintenance and Snow Removal with Jeremy Jobs, LLC for 2024 Services, as presented.

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LEGAL MATTERS

Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District: Attorney Fogg provided an update to the Board regarding new legislation that has passed, mandating Districts to update their websites to be ADA compliant. She will provide further updates at the next Board meeting.

2023 Legislative Memorandum: Attorney Fogg reminded the Board that legal counsel distributes an annual memorandum on legislative changes that may affect the District. She advised the Board to reach out if they have any questions regarding the 2023 Legislative Memorandum.

FINANCIAL MATTERS

September 30, 2023 Unaudited Financial Statements: Ms. Ross presented the financial statements to the Board. Following review, upon a motion duly made by Director Stutz, seconded by Director Passini and, upon vote, unanimously carried, the Board accepted the September 30, 2023 Unaudited Financial Statements, as presented.

Public Hearing on Proposed 2024 Budget and Resolution to Adopt the 2024 Budget and Appropriate Sums of Money: The public hearing to consider the proposed 2024 Budget was opened at 6:37 p.m.

It was noted that Notice stating that the Board would consider the 2024 Budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

Ms. Ross presented the 2024 Budget to the Board. Discussion ensued. Director Watkins requested that the community activities line item be increased by \$4,000.00. The Board agreed with his request.

No public comments were received, and the public hearing was closed at 6:53 p.m.

Following review and discussion, upon a motion duly made by Director McNelly, seconded by Director Passini and, upon vote, unanimously carried, the Board approved the 2024 Budget, as discussed, and adopted the Resolution to Adopt the 2024 Budget and Appropriate Sums of Money, subject to final assessed valuations, and authorized CLA to prepare and sign the DLG-70.

Public Hearing to Consider Amendment of the 2023 Budget and Resolution to Amend the 2023 Budget, if necessary: The public hearing to consider the amendment of the 2023 Budget opened at 7:07 p.m.

It was noted that Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was

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published pursuant to statute. No written objections were received prior to the public hearing.

Ms. Ross presented the amendments to the Board, noting that most of the necessary revisions regarded landscaping costs.

No public comments were received, and the public hearing was closed at 7:08 p.m.

Following review and discussion, upon a motion duly made by Director McNelly, seconded by Director Passini and, upon vote, unanimously carried, the Board approve the amendment of the 2023 Budget, as discussed, and adopted the Resolution to Amend the 2023 Budget, as presented.

Engagement Letter with Wipfli to Prepare the 2023 Audit: Following review, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the engagement letter with Wipfli to prepare the 2023 Audit, as presented.

2024 Fee Schedule: Following review, upon a motion duly made by Director Passini, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the 2024 Fee Schedule, as presented.

DIRECTORS' MATTERS

Coatings, Inc. Proposal for Tennis Courts Crack Fill in the amount of \$6,000.00: Following review, upon a motion duly made by Director McNelly, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the Coatings, Inc. proposal for tennis court crack fill in the amount of \$6,000.00, as presented.

New Covenant Enforcement Council: Director Stutz expressed concerns over response time and invoicing issues from the current Covenant Enforcement Council. This item was deferred to a future meeting. No action was taken.

MANAGER MATTERS

CliftonLarsonAllen LLP Master Services Agreement and Statements of Work for 2024: Following review, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Master Services Agreement and Statements of Work for 2024, as presented.

2024 Insurance Renewal: Following review and discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved 2024 insurance renewal, as presented.

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Worker's Compensation Insurance for 2024: Following review, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved worker's compensation insurance for 2024, as presented.

Membership in the Special District Association for 2024: Following review, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board authorized the District's membership renewal in the Special District Association for 2024, as presented.

OTHER MATTERS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, following discussion, upon a motion duly made by Director McNelly, seconded by Director Watkins and, upon vote, unanimously carried, the Board adjourned the meeting at 7:24 p.m.

Respectfully submitted,

DocuSigned by:

Nathaniel S. Watkins

BA04DA632E964CD...
Secretary for the Meeting

Certificate Of Completion

Envelope Id: 396DDD9851DC408793B54FBB7F6CD9E9	Status: Completed
Subject: Complete with DocuSign: OFMD - Minutes 12-06-2023 Budget Hearing.pdf	
Client Name: OFMD	
Client Number: A369002	
Source Envelope:	
Document Pages: 6	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Natalie.Herschberg@claconnect.com
	IP Address: 65.59.88.254

Record Tracking

Status: Original 2/12/2024 12:26:18 PM	Holder: Natalie Herschberg Natalie.Herschberg@claconnect.com	Location: DocuSign
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Signer Events

Nathaniel S. Watkins
nate.watkins@orchardfarmsmetrodistrict.com
Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:
Nathaniel S. Watkins
BA04DA632E964CD...

Signature Adoption: Pre-selected Style
Using IP Address: 45.27.175.251

Timestamp

Sent: 2/20/2024 12:18:52 PM
Viewed: 2/28/2024 8:18:56 PM
Signed: 2/28/2024 8:20:41 PM

Electronic Record and Signature Disclosure:
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ID: 49a60891-1a96-45d8-826f-0bf1ecc0fea9

In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Agent Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Alyssa Rios
arios@wbapc.com
Security Level: Email, Account Authentication (None)

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Sent: 2/12/2024 12:27:57 PM
Viewed: 2/13/2024 9:13:30 AM

Electronic Record and Signature Disclosure:
Not Offered via DocuSign

Records Team
sdrrecordsretention@claconnect.com
Security Level: Email, Account Authentication (None)

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Sent: 2/12/2024 12:27:59 PM
Viewed: 2/29/2024 2:11:17 PM

Electronic Record and Signature Disclosure:
Accepted: 10/5/2023 9:27:44 AM
ID: 2eeab7cf-9041-488d-bed0-8baedf289723

Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Envelope Sent	Hashed/Encrypted	2/12/2024 12:27:59 PM
Envelope Updated	Security Checked	2/20/2024 12:18:51 PM
Envelope Updated	Security Checked	2/20/2024 12:18:51 PM
Envelope Updated	Security Checked	2/20/2024 12:18:51 PM
Certified Delivered	Security Checked	2/28/2024 8:18:56 PM
Signing Complete	Security Checked	2/28/2024 8:20:41 PM
Completed	Security Checked	2/28/2024 8:20:41 PM

Payment Events	Status	Timestamps
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