

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
ORCHARD FARMS METROPOLITAN DISTRICT
HELD
AUGUST 3, 2022**

A special meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday August 3, 2022, at 5:30 p.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Ben Reiter, President
Randall Stutz, Treasurer
Brian McNelly, Secretary
Nate Watkins, Assistant Secretary

Also in Attendance were:

Celeste Terrell, Shauna D’Amato, Katherine Suhanyi and Tracie LeRoux
Ware; CliftonLarsonAllen LLP (“CLA”)
Megan Murphy, Esq. General Counsel; White Bear Ankele Tanaka and
Waldron (“WBA”)
Debra Hessler; Lennar Colorado, LLC
Michael Olson; BrightView Landscape Services
Will Holmes; Resident
Di Lundblade; Resident
Judy Absalon; Resident
Matthew Ferris; Resident

CALL TO ORDER

The meeting was called to order at 5:32 p.m.

**DECLARATION OF
QUORUM/
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.

**APPROVAL OF
AGENDA**

Following review, the Board approved the agenda, as presented.

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DISCUSS BOARD
VACANCY

Ms. Terrell provided an update regarding the vacancy on the Board. CLA sent an eblast soliciting letters of interest and one has been received so far.

PUBLIC
COMMENT

Judy Absalon, resident, addressed the Board regarding a problem with weeds on other side of the boundary fence from her property and noted that they are growing under fence. It was noted Lennar is responsible for this area and it is not maintained by the District. The Board determined to discuss this further at the September Board meeting.

Di Lundblade, resident, addressed the Board regard the addition of a little free library to owner Mr. Eugene Perez's property. Mr. Perez will submit a design review request to install the little library on his property. The Board noted that the little library must be painted to match the home. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the little library to be installed on Mr. Perez's property, subject to it being painted to match the home and provided the little library does not exceed the dimensions as included in packet.

Will Holmes, resident, had questions regarding the open space and what will be added. Director Watkins explained that when he has asked Lennar they responded that they are not adding a park and there is uncertainty about anything else to be added. Mr. Holmes asked about expanding the community. The Board responded that Lennar can only build for permits that have been accepted. Director Watkins stated that no new building permits are being approved in Thornton at this time. Director Stutz will reach out to Debbie Hessler from Lennar regarding landscaping plans.

Matt Ferris, resident, asked about the Architectural Review Committee process, explaining that his hot tub request took almost 60 days for approval. Director McNelly explained the Advisory Committee role will help to clarify rules and provide guidance.

CONSENT
AGENDA

June 9, 2022 Minutes and June 22, 2022 Minutes:
BrightView Landscape Services Inc. Proposal for Annual Backflow Testing in the amount of \$900.00:
Star Playgrounds Proposal to Install Engineered Wood Fiber in the amount of \$12,587.00:

Following review, upon a motion duly made by Director Reiter, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

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FACILITIES
MANAGEMENT /
DISTRICT
OPERATIONS

District Manager's Report: Ms. Terrell reviewed the Manager's Report with the Board, noting that the pavilion has been power washed and she is working with Radiant Lighting to address the installation of additional outlets.

Committee Reports:

Social Committee: Director Watkins provided an update for the Board, noting that he will provide a list of committee members at the September Board meeting. Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board appointed Director Watkins to the Social Committee.

Landscaping Committee: Director Stutz reported he has been working with Mike Olson at Brightview Landscaping and noted that Brightview is improving with addressing issues quickly and proactively.

Mr. Olson reviewed the quality assessment report. The Board discussed dog bags. Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board directed Ms. Terrell to order dog bags from Amazon and send to Brightview in an amount not to exceed \$400. Following additional discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved adding to the budget \$1,2000.00 per year for dog waste bags.

Advisory Committee: Director McNelly reported that the item of having chickens in backyards will be added to the Advisory Committee meeting agenda, as well as deck and concrete coverage in the back yard. The Advisory Committee will review language regarding hot tubs and provide a recommendation to the Board. Director Watkins will no longer be on the Advisory Committee and Director Reiter will now be on the Advisory Committee. Director Reiter will poll the advisory committee for the next meeting date.

Covenant Enforcement Report: Ms. Terrell reviewed the Covenant Enforcement Report with the Board and requested guidance on granting an extension to homeowners who need to replace their trees and grass. Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board required dead trees to be removed immediately and granted an extension for new trees and grass to be planted by October 31, 2022.

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Star Playgrounds Proposal for Playground Maintenance in the amount of \$2,825.00: Following discussion, upon a motion duly made by Director McNelly, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved the Star Playgrounds Proposal for Playground Maintenance in the amount of \$2,825.00, as presented.

Other: None.

LEGAL MATTERS

Amendment to Residential Improvement Guidelines: Ms. Murphy reviewed the amendment to the Residential Improvement Guidelines regarding fence stain. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved the Amendment to Residential Improvement Guidelines, subject to final approval by Ms. Terrell confirming with Ms. Ellis regarding the new stain being SC122 or SC146.

Partial Surrender of Developer Rights and Resolution Delegating Architectural Authority: Ms. Murphy reviewed the resolution with the Board. Following discussion, upon a motion duly made by Director Reiter, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the Resolution Delegating Architectural Authority, as presented.

Other: None.

FINANCIAL MATTERS

2022 Refinancing: Ms. Murphy provided an update to the Board regarding the 2022 refinancing and reported that the term sheet has been signed and the anticipated closing date is early September.

DIRECTORS' MATTERS

Community Engagement: Director Watkins reviewed the content newsletter template designed by the District administrator with the Board. Director Watkins will provide content for the newsletter and will need information from the committees to add to the newsletter. The Board would like to include a flyer in the billing notice to direct owners to the website to sign up for eblasts. Director Watkins will provide a draft newsletter to be included in each Board packet for approval.

Following discussion, upon a motion duly made by Director McNelly, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved announcements for social events, Board meetings and any other events funded by Board to be sent out via eblast without Board approval and for minutes and meeting summaries to be brought to Board for approval prior to distribution.

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Port-a-Potty Replacement: Director Stutz reported he has requested several quotes but has only received a response is from the previous company, United Site Services. Director Stutz is working with United Site Services on pricing,

Other: The Board discussed holiday lighting for the community. This work will be completed by the Landscaping Committee. Director Stutz will recruit new members to the Landscaping Committee to help with holiday lighting and will send a list of committee members to Ms. Terrell and Ms. Murphy.

OTHER MATTERS

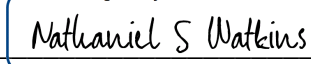
Resident Request regarding Fence on Highway 7 and Fillmore: The Board reviewed the resident request for building a fence behind the homes on St. Paul. No action taken at this time. The Board addressed a question regarding how to stain a fence in Tract J in the corner along the farm. Ms. Murphy will research the property owner and work with Ms. Terrell to send a letter to the farm property owner requesting access to stain the fence.

Other. The Advisory Committee has discussed new guidelines regarding jellyfish lighting and will request formal approval at the September Board meeting.

ADJOURNMENT

September 7, 2022 Board Meeting: A quorum was confirmed for the September 7, 2022 Board meeting. There being no further business to come before the Board at this time, the meeting was adjourned at 7:09 p.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

The foregoing minutes were approved on the 7th day of September 2022.