

RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
ORCHARD FARMS METROPOLITAN DISTRICT

HELD

Thursday, June 9, 2022

A regular meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, June 9, 2022, at 9:00 a.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  
John Cheney, Assistant Secretary  
Nate Watkins, Assistant Secretary

**Also in Attendance were:**

Stephanie Odewumi, Shauna D’Amato and Lindsay Ross;  
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  
Susie Ellis; Community Preservation Specialists, Inc.

CALL TO ORDER

The meeting was called to order at 9:02 a.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 added Discussion of North Slope Capital Engagement and the 2021 Audit to the Financial Matters section of the agenda. Following discussion, upon a motion duly made by Director

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McNelly, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved the agenda, as amended.

PUBLIC COMMENT

None.

CONSENT AGENDA

**March 10, 2022 Minutes, April 29, 2022 Minutes, May 18, 2022 Minutes:**  
**Claims Payable in the amount of \$119,913.29:**

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

FACILITIES MANAGEMENT / DISTRICT OPERATIONS

**District Manager's Report:** Ms. Odewumi reviewed the Manager's Report with the Board. Following discussion, Ms. Odewumi will follow up with staff regarding outstanding Design Review requests.

**Committee Reports:**

**Social Committee:** Ms. Odewumi will see if Ms. Born would like to remain involved with the Social Committee. Ms. Odewumi will include Director Watkins on the Social Committee meetings.

**Landscaping Committee:** Director Stutz and Mr. Olson reviewed the landscaping updates with the Board. It was noted BrightView does not have enough bags to service all the dog waste stations so Director Stutz suggested the Board purchase and stock bags in the future. The Board will discuss in the future, if need be.

BrightView will investigate the dead circles of grass in the park.

**Advisory Committee:** Director McNelly reviewed the draft vision mission statement with the Board.

The Board discussed fence staining options and determined to replace the red color with the recommended natural cedar stain. Homeowners who have painted their fence red already can be grandfathered in, however if they choose to stain a different color, they are no longer grandfathered in.

Following discussion, upon a motion duly made by Director Cheney, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved amending the Residential Improvement Guidelines and Site Restrictions to include specific stain colors. Once executed, this information will be provided on the website.

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The Advisory Committee asked about permitting chickens in backyards. Ms. Murphy will research the District's options to do so and report back to the Board.

**Covenant Enforcement Report:** Ms. Ellis reviewed the Covenant Enforcement Report with the Board, noting that the port-o-let in the park needs cleaning. Director Stutz will handle the port-o-let.

The Board discussed how to handle jellyfish lighting. Ms. Murphy recommended addressing jellyfish lights in the Residential Improvement Guidelines and Site Restrictions. Ms. Murphy will look into the cost for a comprehensive update to the Residential Improvement Guidelines and report back to the Board.

**BrightView Proposal for Tree replacements in the amount of \$9,507.26:** Following review, upon a motion duly made by Director Stutz, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved the BrightView Proposal for Tree Replacements in an amount not to exceed \$10,000.00, subject to receipt of a map of the trees and final approval by Directors Stutz and Watkins following review of the property.

**Radiant Lighting Service, Inc. Proposal for Electrical Outlets in the amount of \$1,462.73:** Director Stutz reviewed the proposal with the Board. Ms. Odewumi will follow up regarding the location of a storage unit. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the Radiant Lighting Service, Inc. Proposal for Electrical Outlets in the amount of \$1,462.73. Director Stutz will provide proposals and the next regular Board meeting to fix the electrical outlets in the park.

**Resolution Adopting a Fence Maintenance Policy:** Ms. Murphy reviewed the resolution with the Board. Following review, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board adopted the Resolution Adopting a Fence Maintenance Policy, subject to final review by Directors Stutz and McNelly.

**Resolution Adopting Park Rules and Regulations for Posting on Signs:** Ms. Murphy reviewed the resolution with the Board. Following discussion, upon a motion duly made by Director Stutz, seconded by Director Reiter and, upon vote, unanimously carried, the Board adopted the Resolution Adopting Park Rules and Regulations for Posting on Signs.

**USA Fence and Deck Proposal to Clean and Stain Fence in the amount of \$26,855.93:** Director Stutz reviewed the proposal with the Board. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board

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approved the USA Fence and Deck Proposal to Clean and Stain Fence in the amount of \$26,855.93, subject to final legal review by Director Stutz.

**Other:** None.

LEGAL MATTERS

**Notice of Special District Disclosure:** Ms. Murphy reviewed the notice with the Board, noting the benefit of new disclosure does a better job of disclosing taxes than the current one. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Reiter and, upon vote, unanimously carried, the Board directed Ms. Murphy to draft and record the Notice of Special District Disclosure.

**Other:** None.

FINANCIAL MATTERS

**March 31, 2022 Unaudited Financial Statements and Cash Position Report:** The Board deferred review.

**2021 Audit and Execution of Representations Letter:** Ms. Ross reviewed the 2021 Audit with the Board. Following review and discussion, upon a motion duly made by Director McNelly, seconded by Director Reiter and, upon vote, unanimously carried, the Board approved the 2021 Audit, subject to review by legal counsel and receipt of a clean auditor's opinion and authorized CLA to file the audit by the July deadline.

**2020 Refinancing:**

**Special Loan Fee Disclosure from White Bear Ankele Tanaka & Waldron:** Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the Special Loan Fee Disclosure from White Bear Ankele Tanaka & Waldron, as presented.

**Engagement Letter for Ballard Spahr as Bond Counsel:** Following discussion, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the Engagement Letter for Ballard Spahr as Bond Counsel, as presented.

**Engagement of North Slope Capital Advisors:** Ms. Murphy reviewed the engagement with the Board. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the engagement of North Slope Capital Advisors in an amount not to exceed \$17,500.00.

**Invoices and Bill.com:** The Board deferred this item.

**Other:** None.

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DIRECTORS'  
MATTERS

**Community Color Palette:** The Board deferred this item.

**Community Engagement:** The Board deferred this item.

**Meeting Dates and Times:** The Board deferred this item.

**Other:** None.

OTHER MATTERS

**Community Clean Up Day:** The Board deferred this item.

**Resident Request regarding Fence on Highway 7 and Fillmore:** The Board deferred this item.

ADJOURNMENT

**September 8, 2022 Board Meeting:** A quorum was confirmed for the September 8, 2022 Board meeting. There being no further business to come before the Board at this time, the meeting was adjourned at 11:01 a.m.

Respectfully submitted,

DocuSigned by:

*Brian McNelly*

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Secretary for the Meeting

The foregoing minutes were approved on the 3<sup>rd</sup> day of August 2022.