

RECORD OF PROCEEDINGS

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

Thursday, March 10, 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, March 10, 2022, at 9:00 a.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Ambra Born, President
Randall Stutz, Treasurer
Brian McNelly, Secretary
John Cheney, Assistant Secretary

Director Christopher Elliott, Assistant Secretary, was absent and excused.

Also in Attendance were:

Celeste Terrell, Stephanie Odewumi and Lindsay Ross;
CliftonLarsonAllen LLP (“CLA”)
Megan Murphy, Esq. General Counsel; White Bear Ankele Tanaka and
Waldron (“WBA”)
Debra Hessler; Lennar Colorado, LLC
Jimena Begal and Shelby Noble; Piper Sandler Companies
Blake Mattocks; Guest

CALL TO ORDER

The meeting was called to order at 9:03 a.m. by Ms. Terrell.

**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.

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APPROVAL OF
AGENDA

Ms. Terrell reviewed the agenda with the Board, noting that the BrightView contract will be removed from the Consent Agenda because it is not complete. Director Stutz stated his concerns that BrightView is not proactively managing the overall landscaping.

Following discussion, upon a motion duly made by Director Stutz, seconded by Director Born and, upon vote, unanimously carried, the Board approved the agenda, as amended.

PUBLIC
COMMENT

None.

CONSENT
AGENDA

December 9, 2021 Minutes
Claims Payable in the amount of \$101,476.92
Resolution Designating 24-Hour Posting Location

Following review, upon a motion duly made by Director Stutz, seconded by Director Born and, upon vote, unanimously carried, the Board approved the Consent Agenda as amended to remove the ratification of the BrightView 2022 Landscape Maintenance Contract.

FACILITIES
MANAGEMENT /
DISTRICT
OPERATIONS

District Manager's Report: Ms. Terrell reviewed the Manager's Report with the Board. Director Stutz requested four outlets for lighting.

Committee Reports:

Social Committee: Director Born provided an update to the Board. The Board discussed access to the bulletin board, storage options, and purchasing outdoor heaters. Director Born noted coffee in the park resumed this month and will be held on a monthly basis. She noted the Social Committee budget will need to be increased for next year.

Landscaping Committee: Director Stutz provided an update to the Board. He reported the District relies on dog walkers in the community to report issues and noted there is an issue with a lack of pet waste cleanup. The District is responsible to purchase bags for the pet waste stations and BrightView is to maintain, however they aren't keeping up with it. Ms. Murphy stated the District could talk to Lennar about installing pet stations on their property and renting offsite storage to store pet waste bags and other District owned property.

Director Born was in favor of offsite storage as an intermediate plan.

Director Cheney reported that the second park is anticipated to be completed in August.

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Following discussion, upon a motion duly made by Director Stutz, seconded by Director Born and, upon vote, unanimously carried, the Board approved the installation of one pet waste station by BrightView and an offsite storage option in an amount not to exceed \$1,500.00.

The Board reviewed the BrightView 2022 Landscape Maintenance Contract. Director Stutz expressed concerns about BrightView's failure to report landscape maintenance items such as dead trees to the Board.

Following discussion, upon a motion duly made by Director Born, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the BrightView 2022 Landscape Maintenance Contract subject to final legal review and directed CLA to obtain alternate proposals for landscape maintenance services.

Advisory Committee: Director McNelly reported that the Advisory Committee will meet the following day to discuss paint schemes and a design review request. He also noted more members will be joining the Advisory Committee.

Covenant Enforcement Report: The Board did not have comments regarding the report provided in the packet.

Radiant Lighting Service, Inc. Proposal to Install Solar Lighting to Two Additional Mail Kiosks Around park in the amount of \$9,846.32: Director Stutz reported an additional area needs lighting and inquired about a bulk discount. 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 to Install Solar Lighting to Two Additional Mail Kiosks in the amount of \$9,846.32.

Star Playground Proposal for Playground Maintenance Items Identified in Playground Inspection in the amount of \$14,640.35: Ms. Ross noted the proposal is over the budgeted amount, however funds are available to cover the difference. Director Board suggested an increase in the budget for the future and indicated her support for the proposal due to the need.

Following discussion, upon a motion duly made by Director McNelly, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the Star Playground Proposal for Playground Maintenance Items Identified in Playground Inspection, subject to the removal of sales tax.

Additional Dog Stations: This item was discussed previously. Director Stutz requested a map of the location and if one is not available, will solicit feedback from dog walkers regarding the best locations for pet waste stations.

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Other: None.

LEGAL MATTERS

Underwriting and Municipal Advisor Proposals:

Proposal from Piper Sandler as Underwriter for Refinancing Transaction: Ms. Noble and Ms. Begal presented their proposal to the Board.

Proposal from D.A. Davidson as Underwriter for Refinancing Transaction: Ms. Murphy reviewed the proposal with the Board.

Following discussion, upon a motion duly made by Director Born, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the proposal from Piper Sandler as Underwriter for the Refinancing Transaction.

May 3, 2022 Election: Ms. Murphy reported there are five candidates for the three available seats on the Board. Ms. Ross noted the Board did not anticipate going to election so it will be over budget. No action was taken. Director Born left at this time.

Discussion of Park Rules and Regulations: Ms. Murphy and Ms. Terrell discussed the inconsistencies in the adopted Park Rules and Regulations and the signs posted at the park.

- #1. Rule on park sign and sticker- Park hours are 6am to 11pm (was stated as “The public is prohibited from using the park between the hours of 11 PM and 6 AM” on the proposed sticker)
- Rules and Regulations- It is prohibited to loiter on or within or to block ingress and/or egress to or from the District or cause unreasonable noise within any District property between 11:00 p.m. and 6:00 a.m. unless authorized by a written permit. Following discussion, the Board directed this rule to be removed from the sign at the park.
- #2. Rule on park sign and sticker- Children 12 & under must be accompanied by an adult.
- Rules and regulations- does not have age limit for park usage. Following discussion, the Board directed this rule to be removed from the sign at the park.
- #3. Rule on park sign and sticker - No glass (was stated as No glass, breakables, or sharp objects permitted” on sticker).
- Rules and regulations- It is prohibited to possess or use any glass bottle or container on District property.

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Following discussion, the Board directed the sign to be updated to remove the language regarding breakables and sharp objects.

- #4 Rule on park sign and sticker- No use of any amplified sound system that produces sound audible beyond 25 feet.
- Rules and regulations- It is prohibited to amplify sound in accordance with Adams County noise ordinance and between the times of 10 p.m. and 7 a.m. by any means, including but not limited to the use of loudspeakers, public address systems, radios and/or stereo systems, within any District property.

Following discussion, the Board directed the sign to be changed to reflect the rules and regulations.

Other: None.

FINANCIAL MATTERS

December 31, 2021 Financial Statements and Cash Position Report: Ms. Ross reviewed the Financial Statements and Cash Position Report with the Board. Following review, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board accepted the December 31, 2021 Financial Statements and Cash Position Report, as presented.

Other: None.

DIRECTORS' MATTERS

Community Color Palette: Ms. Terrell updated the Board noting that Stella Plus no longer provides the services needed. Ms. Terrell is working with the regional sales representative of Sherwin Williams to upgrade the community color palette.

Other: None.

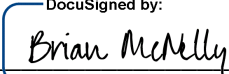
OTHER MATTERS

None.

ADJOURNMENT

June 10, 2022 Board Meeting: A quorum was confirmed for the June 10, 2022 Board Meeting. There being no further business to come before the Board, upon a motion duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board adjourned the meeting at 10:59 a.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

The foregoing minutes were approved on the 10th day of June 2022.