

MINUTES OF THE SPECIAL MEETING OF THE BOARD
OF DIRECTORS OF

MOUNTAIN SHADOWS METROPOLITAN DISTRICT

Held: Wednesday, November 20, 2019, at 3:30 p.m. at 8820
Ellis Street, Arvada, Colorado.

Attendance

The special meeting of the Board of Directors of the Mountain Shadows 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:

Steve Roboff
Kurt Haeger
Regan Hauptman

Chris Elliott and Paul Ron Hauptman was absent. All director absences are deemed excused unless otherwise specified.

Also present: Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Gigi Pangindian, CliftonLarsonAllen, LLP, District Accountant; and Angela Watts, Community Manager, MSI.

Members of the public in attendance at the meeting and who signed in are reflected in the attached sign-in sheet.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest
Disclosures**

Ms. Tompkins advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins reported that disclosures for those directors with 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. Tompkins noted that a quorum was present and 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

Ms. Tompkins presented the proposed agenda to the Board. Upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Public Comment

Sarah Bishop lives on W. 91st Lane by the retention pond.. Ms. Bishop noted that the west side of her house pool water. Ms. Watts noted she would be Ms. Bishop to help resolve the issue.

Linda Rock questioned the weed control on the north east corner of Gladiola and 89th. The Board noted that this tract is owned by the City of Arvada but is maintained by the District. Director Haeger indicated he would follow up with the City regarding maintenance requirements. Director Hauptman recommended that weed sprays are completed two times a year by Weed Wranglers.

Ms. Rock also raised concerns regarding the drainage issues at the pocket park on Flora.

Consent Agenda

The following items on the consent agenda were considered routine or administrative. Following a summary by Ms. Tompkins, upon a motion duly made and seconded, the Board unanimously approved the items on the consent agenda.

- Minutes from the June 3, 2019 Regular Meeting
- Termination of Facilities Acquisition Agreement with Whisper Creek Two, LLC
- Termination of Facilities Funding and Acquisition Agreement with WCH Investments, LLC
- Termination of Independent Contractor Agreement with Stillwater Community Management, LLC
- Independent Contractor Agreement with MSI, LLC for Management Services
- Third Amendment to Independent Contractor Agreement with Keesen Landscape Management, Inc. for Snow Removal Services

Facilities/ Management Update

Discuss District Landscaping Matters

Update on Irrigation into Native Area Adjacent to Triangle (Tract J, Wild Grass Subdivision)

The Board engaged in a discussion regarding the irrigation in the native area on Tract J. It was noted that the sprinklers have been installed.

Discuss and Consider Approval of Proposals for Permanent Irrigation of the

Deferred.

Native Area in the Switch
Back (Tract L, Wild Grass
Subdivision)

Discuss and Consider
Approval of Proposals for
Enclosure of Electrical
Components at Beechway
Park (Tract O, Wild Grass
Subdivision)

Deferred.

Developer Update

Director Hauptman provided an update from Matt Cavanaugh with Remington Homes regarding the soft trail work in the park by the shelter. He noted that all plant material has been installed on City tracts. Director Cavanaugh also reported that the landscape adjacent to the patio homes will be walked in April or May 2020.

Discuss and Consider
Approval of Proposals for
Tree Replacement

The Board instructed Ms. Watts to solicit bids in the Spring 2020.

Discuss and Consider
Approval of Proposals for
Landscape Water
Management

Ms. Watts recommended representatives from the District meet with ET Irrigation Management Specialist, LLC regarding water usage throughout the District. Ms. Watts will set up a meeting with Director Haeger and ET Irrigation.

Review Bid Summary and
Consider Approval of 2020
Landscape and Snow Removal
Services

Ms. Watts presented the Board with the bids for landscape and snow removal services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved extending the Keesen Snow Removal contract through April 2020. Following discussion, upon motion duly made and seconded, the Board unanimously appointed Director Haeger and Ms. Watts to select a landscape contractor for 2020 up to a contract base amount of \$55,000.

Legal Matters

Consider Adoption of 2020
Annual Administrative
Resolution.

Ms. Tompkins presented the Board with the 2020 Annual Administrative Resolution for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Adoption of
Resolution Calling May 2020
Election

Ms. Tompkins presented the Board with the Resolution Calling the May 2020 Election for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Renewal of Property
and Liability Schedule and
Limits, Workers Compensation

Ms. Tompkins presented the Board with the Renewal of Property and Liability Schedule and Limits, Workers Compensation and SDA Membership for consideration. Following discussion, upon a motion duly

and SDA Membership

made and seconded, the Board unanimously authorized legal counsel to bind insurance coverage for 2020.

Financial Matters

Financial Report/Claims Payable

Ms. Pangindian presented the Board with the September 30, 2019 unaudited financials and the check report from May 16, 2019 - November 12, 2019. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the unaudited financials and check report.

Conduct 2019 Budget Amendment Hearing and Consider Adoption of Resolution to Amend 2019 Budget

Director Haeger opened the public hearing for the 2019 budget amendment . Ms. Tompkins noted that notice for the public hearing was made in accordance with the applicable Colorado statutes. No written objections were received prior to the public hearing. After no public comment was made, the public hearing was closed.

Ms. Pangindian presented the proposed 2019 budget amendment to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the budget amendment as follows:

- General Fund to \$330,000
- Debt Service Fund to \$1,551,914
- Debt Service Fund (2018 C-2 TIF Pledge) to \$30,888

Conduct 2020 Budget Hearing and Consider Adoption of Resolution to Adopt 2020 Budget and Set Mill Levies

Director Heager opened the public hearing for the 2020 Budget. Ms. Tompkins noted that notice for the public hearing was made in accordance with Colorado statute. No written objects were received prior to the public hearing. After no public comment was made, the public hearing was closed.

Ms. Pangindian presented the Board with the proposed 2020 Budget for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the 2020 Budget, appropriated funds, approved expenditures, and certified 13.358 mills in the General Operating Fund and 55.663 mills in the Debt Service Fund.

The Board directed legal counsel and the District's accountant to certify the District's mill levy by December 15, 2019, and to file the 2020 budget by January 30, 2020.

Consider Approval Fiscal Focus Partners to Perform 2019 Audit

Ms. Pangindian presented the engagement letter from Fiscal Focus Partners to Perform the 2019 Audit. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement.

Other Business

Foothills Community Church
Reimbursement

Director Haeger inquired as to the status of reimbursement from the Church related to maintenance on their Tracts. Ms. Pangindian indicated she would follow up with the Church for payment.


Next Regular Meeting

The next meeting is scheduled for March 2, 2020 at 4:30 p.m. at 8820 Ellis Street, Arvada, CO.

Adjournment

There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



Secretary for the Meeting

