

RECORD OF PROCEEDINGS

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**MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
REUNION METROPOLITAN DISTRICT  
HELD  
MAY 22, 2018**

A special meeting of the Board of Directors of the Reunion Metropolitan District was held Tuesday, May 22, 2018, at 6:30 p.m., at the Reunion Recreation Center, 17910 E. Parkside Drive North, Commerce City, Colorado 80022. The meeting was open to the public.

In attendance were Directors:

Brett Price  
Kelly Leid  
Tim Roberts

Also in attendance were:

Denise Denslow and Sarah Hunsche; CliftonLarsonAllen LLP  
Kristen Bear; Esq.; White Bear Ankele Tanaka & Waldron P.C.  
Steve Follweiler, Matt Darby and Raul Martinez, Reunion Metropolitan District  
Ginger Sickels; MSI  
Christine McLeod, Haynie & Co.  
Susan Good, 17938 E. 105<sup>th</sup> Avenue, Unit D  
John and Joan Root, 10921 Pagosa Street  
Steven and Shan Marie Pitts, 10858 Salida Street  
Sharon Chung, 17937 E. 104<sup>th</sup> Way  
Devon Cooper, Unit D  
Jason McEldowney, 101277 Telluride Street  
Marie Gruber, 10839 Pitkin Street  
Morgan Shaffer, 10875 Quintero  
Thomas Mueller; North Range Metropolitan District No. 1  
Douglas Burns; North Range Metropolitan District No. 1

Call to Order

Director Price called the meeting to order at 6:31 p.m. The absence of Directors Rau and Kershisnik were excused.

Declaration of  
Quorum

A quorum was confirmed.

Disclosures and  
Potential Conflicts  
of Interest

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Ms.

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Bear noted that all Directors' Disclosure Statements have been filed. The Board noted that there are no additional conflicts to those filed with the Secretary of State pursuant to statute.

### Approve Agenda

After discussion, upon a motion duly made by Director Leid, seconded by Director Roberts and upon vote unanimously carried, the Board approved the agenda as amended moving the audit discussion to the beginning of the meeting.

### May 8, 2018

#### Election Results

#### A. Administer Oaths of Office

All Oaths of Office were previously administered.

#### B. Election of Officers

Upon a motion duly made by Director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board elected the following officers:

President:	Kelly Leid
Vice President:	Brett Price
Treasurer:	Bruce Rau
Asst. Secretary:	Teresa Kershisnik
Asst. Secretary:	Tim Roberts

#### Public Comments

Joan Root thanked Director Leid for meeting with them and 28 neighbors about Filing 21. She expressed appreciation for the information and for having Director Leid on site. Director Leid stated that the replat has been reconciled.

Susan Noble commented on the minutes from the budget session. She presented a map to the Board and audience that shows locations for horizontal drilling. She stated there has been an organization formed by concerned North Range residents and asked residents in the room to participate. She reported on the City Council meeting, at which this topic was addressed, and asked the District to participate in the Amicus Brief that is to be filed.

### CONSENT AGENDA

- A. Review and Approve Minutes of the February 2, 2018 Regular Meeting
- B. Review and Consider HOA Tribunal Recommendations

After discussion, upon a motion duly made by Director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board approved the Consent Agenda.

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### DISCUSSION AGENDA

#### Review and Consider Approval of 2017 Draft Audit

Ms. McLeod reviewed the 2017 draft audit, Ms. McLeod reviewed the 2017 draft audit, noting that there are no significant changes that need to be made in the audit process, the accounting, nor the actual document. She noted several graphics that pulled out information regarding fund balances, and stated that she would be giving an unqualified opinion. After review and a brief discussion, upon a motion duly made by Director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board approved the 2017 draft audit subject to final changes.

#### Manager Matters

##### A. Parks/Irrigation Manager's Report

Raul Martinez presented the Parks and Irrigation Manager's Report. Mr. Martinez stated they have received four bids for the fence replacement project. It has yet to be determined if this will be a joint project with North Range Metropolitan District No. 2. Mr. Martinez noted that the repairs made to South Town Circle were done as a capital project versus as an annual maintenance item. Director Roberts inquired about the tree count. Mr. Martinez stated he is waiting for trees to leaf out, but believes it is below 100. Mr. Martinez also noted the total annual water budget is 88 million and to date 6.5 million have been used.

##### B. Operations Manager's Report

Steve Follweiler stated the exteriors of the buildings have been painted. The pool will reopen on Friday with the pool being open Monday, Wednesday and Friday from 12:00 p.m. to 8:00 p.m. and Tuesday, Thursday and Saturday from 10:00 a.m. to 8:00 p.m. The pool will be open on Memorial Day, but the Recreation Center will be closed. There is a "Red, White & Blue" event on June 23<sup>rd</sup>. The YMCA will be doing the pool operations this summer.

Mr. Follweiler presented the Operations Manager's Report. He noted the Recreation Center attendance numbers continue to grow. This information, in addition to revenue numbers at \$40,500 to date, is provided in the report enclosed in the packet. Mr. Follweiler noted the coffee house is to open at the end of June.

Mr. Follweiler reported on the request from 27J to use the Recreation Center for a shelter in an evacuation. The elementary schools building occupancy is over 600. He is concerned about the recreation center being able to hold that amount of people. The Board directed Mr. Follweiler to pursue the conversation and report back.

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### C. HOA Manager's Report

Ginger Sickels presented the HOA Manager's Report, and provided comments on violations which mostly pertain to weeds and lawns. She has also started paint inspections.

Director Leid offered to assist Ms. Sickels with paint reviews. October 15, 2018 was determined to be the deadline for paint compliance. The tribunal members have made requests pertaining to who sits on that board; they have requested one person to be removed and replaced with a new member and an alternate. Finally, Ms. Sickels reported that she is receiving approximately 35 applications every two weeks.

### Legal Matters

#### A. Review and Consider Ratification of Addendum No. 1 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II

Ms. Bear reviewed the Addendum with the Board. After discussion, upon a motion duly made by Director Leid, seconded by Director Price, and upon vote unanimously carried, the Board ratified approval of Addendum No. 1 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II.

#### B. Review and Consider Ratification of Addendum No. 2 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II

Ms. Bear reviewed the Addendum with the Board. After review and discussion, upon a motion duly made by director Leid, seconded by Director Price, and upon vote unanimously carried, the Board ratified approval of Addendum No. 2 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II.

#### C. Review and Consider Approval of Addendum No. 3 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II

Ms. Bear reviewed the Addendum with the Board. After review and discussion, upon a motion duly made by director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board approved Addendum No. 3 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II.

#### D. Review and Consider Approval of Addendum No. 4 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II

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Ms. Bear reviewed the Addendum with the Board. After review and discussion, upon a motion duly made by Director Leid, seconded by Director Price, and upon vote unanimously carried, the Board approved Addendum No. 4 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II.

- E. Review and Consider Approval of Addendum No. 5 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II

Ms. Bear reviewed the Addendum with the Board. After review and discussion, upon a motion duly made by Director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board approved Addendum No. 5 to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II.

- F. Review and Consider Approval of Bill of Sale from Shea Homes for drainage and landscaping improvements constructed by Shea Homes and maintained by the Reunion Metropolitan District

Ms. Bear reviewed the Bill of Sale with the Board, noting that the certification has been completed. After review and discussion, upon a motion duly made by Director Roberts, seconded by Director Leid, and upon vote unanimously carried, the Board approved the Bill of Sale from Shea Homes for drainage and landscaping improvements constructed by Shea Homes and maintained by the Reunion Metropolitan District.

- G. Review and Consider Approval of Bill of Sale from North Range Metropolitan District No. 2 for drainage and landscaping improvements constructed by Shea Homes, conveyed to North Range Metropolitan District No. 2, but maintained by Reunion Metropolitan District.

Ms. Bear reviewed the Bill of Sale with the Board, noting that certification has taken place. After review and discussion, upon a motion duly made by Director Roberts, seconded by Director Leid, and upon vote unanimously carried, the Board approved the Bill of Sale from North Range Metropolitan District No. 2 for drainage and landscaping improvements constructed by Shea Homes, conveyed to North Range Metropolitan District No. 2, but to be maintained by Reunion Metropolitan District.

### Engineer Matters

- A. Update on Ongoing Construction in Filing 34

Aaron Clutter was not in attendance.

- B. Review and Consider Approval of Change Order No. 1 to contract between PEI and

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Reunion Metropolitan District, dated November 30, 2017, for Filing 34 district infrastructure work that benefits property located in North Range Metropolitan District No. 2 in the amount of \$70,636.20

After review, upon a motion duly made by Director Leid, seconded by Director Price, and upon vote unanimously carried, the Board approved Change Order No. 1 to contract between PEI and Reunion Metropolitan District, dated November 30, 2017, for Filing 34 district infrastructure work that benefits property located in North Range Metropolitan District No. 2 in the amount of \$70,636.20.

- C. Review and Consider Approval of Change Order No. 1 to contract between PEI and Reunion Metropolitan District, dated March 5, 2018, for work associated with crossing Hole No. 11 of the Buffalo Run Golf Course that benefits Reunion Village 7-E development in the amount of \$41,501.91

After review, upon a motion duly made by Director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board approved Change Order No. 1, in the amount of \$41,501.91, to contract with PEI (with Reunion Metropolitan District), dated March 5, 2018, for work associated with work around the Buffalo Run Golf Course 11th hole; this work is associated with Reunion Village 7-E development.

### Financial Matters

- A. Review, Ratify and Consider Approval of Claims

Ms. Hunsche reviewed the claims. After review and discussion, upon a motion duly made by Director Roberts seconded by Director Leid and upon vote unanimously carried, the Board approved and/or ratified approval of the claims.

- B. First Quarter Financials Update

Ms. Hunsche updated the Board, noting in the recreation fund, 17% of the budget has been expended in the first quarter; this compares to 21% in revenue in the same period. The capital projects fund is trending as expected, and the HOA revenue is at 24%. Accounts receivable is at \$64,000 due to capital projects and developer fees for 75 homes.

### Other Business

A resident asked about fracking information and how to get it to the District. Director Leid responded that he should be sent any information

Mr. Burns asked about the request to support Amicus. Ms. Bear stated the District has no powers to regulate the wells. Director Leid stated the Board would review information but not take a position.

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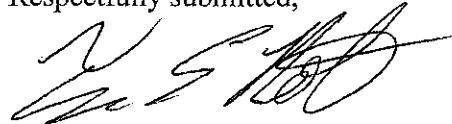
Mr. Mueller requested new information on the website, noting it is behind on several items.

### Adjournment

There being no further business to come before the Board, upon a motion duly made by Director Leid, seconded by Director Roberts, and upon vote unanimously carried, the Board adjourned the meeting at 7:45p.m.

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

Respectfully submitted,



Secretary for the Meeting