

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT
HELD
MARCH 27, 2020**

A special meeting of the Board of Directors of the Reunion Metropolitan District was held Friday, March 27, 2020, at 1:00 p.m., Via ZOOM due to COVID-19. The meeting was open to the public.

In attendance were Directors:

Kelly Leid
Bruce Rau
Brett Price
Teresa Kershisnik
Tim Roberts

Also in attendance were:

Matthew Urkoski, Anna Jones and Shelby Clymer; CliftonLarsonAllen LLP
Kristen Bear, Esq.; White Bear Ankele Tanaka & Waldron P.C.
Aaron Clutter; JR Engineering
Jim Bogner, MSI
Steve Follweiler; Reunion Metropolitan District
Aaron Clutter; JR Engineering
Thomas Mueller; North Range MD No. 1 Board Member
Rhonda Sanchez; 10680 Waco Street
Scott Davis; 10144 Telluride Way
James Hayes and Maggie Jagger; Oakwood Homes
Dean K; resident

Call to Order

Director Leid called the meeting to order at 1:02 p.m.

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. 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.

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Approve Agenda After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Price, and upon vote unanimously carried, the Board approved the agenda as presented.

Public Comments Rhonda Sanchez asked whether the District employees are being paid while the Rec Center is closed.

Director Leid noted that there is no “playbook” for this pandemic. It is a learning experience for all. He stated he is very proud of the Reunion team. The Rec Center closed on March 12th, and that the District team has weekly meetings by phone. As soon as Commerce City decided to close its rec center, the District followed suit. The staff continues to be paid throughout the ordeal, with limited function operations still being performed as needed and deemed essential. Mr. Follweiler and his team are in process of has coordinating online programming for the community. He has been in weekly contact with staff. Ms. Sanchez noted that the staff is outstanding and appreciates that they are being paid.

Mr. Follweiler reported he is utilizing staff as well as he can to check mail, develop online programming, etc. He noted that they have done a major cleaning of the facility. Staff continues to check the facility twice a week. The situation is fluid and they are being very responsive.

Ms. Sanchez asked about the directors parcels along E-470. Ms. Bear responded that North Range Metropolitan District No. 3 has some parcels owned by the developer under which the current board members are qualified because there are currently no residents in District No. 3 that could otherwise serve on the board. As development occurs, residents and property owners will be eligible to serve on the Board through future elections.

Director Leid referenced the April 29th financial workshop and the need to reschedule. The team will develop an updated plan for the workshop.

CONSENT AGENDA

There were no consent agenda items.

Manager Matters

- A. Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings

Mr. Urkoski reviewed the resolution decaling remote meetings to be legal and acceptable during the COVID limitations per the resolution. All instruction and meeting information will be posted to the District website so anyone will be able to access telephone or video meetings.

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B. Resolution Declaring Emergency Closures of Public Amenities

Mr. Urkoski reviewed the resolution with the Board.

After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Roberts, and upon vote unanimously carried, the Board approved the Resolution Declaring Emergency Closures of Public Amenities.

C. Discussion Regarding Suspension of Imposition of Late Fees/Penalties in relation to Delinquent Fees

Director Leid discussed suspension of late fee penalties and interest and more relaxed protocols regarding covenant enforcement during the COVID pandemic.

Tom Mueller inquired on the potential of deferring payment of operations/recreation fees for Reunion residents. Director Leid responded that the District will need to look more closely and determine an approach based on fiscal analysis. The District accountant and legal teams will look further into this.

Director Rau also noted the District's cash position and its ability to pay its bills would also need to be considered as part of the analysis

D. Discussion Regarding Suspension of Covenant Enforcement

The District and the HOA will recognize a more relaxed covenant enforcement process throughout the pandemic. Director Kershisnik asked about the timeframe. Director Leid indicated that they are looking at these aspects in 30-day increments.

Director Rau indicated there may be conflicts and that we need to be mindful of those and how to resolve.

Director Kershisnik requested that staff report back on any procedural decisions made regarding this topic.

After discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the relaxation of covenant enforcement as noted above and authorized Board President Kelly Leid, District Manager Matt Urkoski, and Community Manager Jim Bogner to implement policy surrounding relaxed covenant control and protocol regarding same.

E. Resolution Designating the District's Website for the Online Posting of Meeting Notices and 24-Hour Posting Location

Mr. Urkoski reviewed the Resolution with the Board. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the Resolution Designating the District's Website for the Online Posting of Meeting Notices and 24-Hour Posting Location.

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Legal Matters

- A. Infrastructure Improvements Agreement and Escrow Instructions between and among Reunion Metropolitan District, Clayton Properties Group II, Inc., and Land Title Guarantee Company

Ms. Bear reviewed the Agreement with the Board. After discussion, upon a motion duly made by Director Rau, seconded by Director Price, and upon vote unanimously carried, the Board approved the Infrastructure Improvements Agreement and Escrow Instructions between and among Reunion Metropolitan District, Clayton Properties Group II, Inc., and Land Title Guarantee Company pending final legal and engineering review.

- B. Thirteenth Addendum to Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II, Inc., related to Construction of Mobile Street

Ms. Bear reviewed the Thirteenth Addendum with the Board. After discussion, upon a motion duly made by Director Price, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Thirteenth Addendum to Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II, Inc., related to Construction of Mobile Street pending final legal review and award of construction contract for Mobile Street

- C. Fourteenth Addendum to Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II, Inc., related to Tap Fees and Assignment of ERUs

Ms. Bear reviewed the Thirteenth Addendum with the Board. After discussion, upon a motion duly made by Director Price, seconded by Director Rau and upon vote unanimously carried, the Board approved the Fourteenth Addendum to Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II, Inc., related to Tap Fees and Assignment of ERUs pending final legal review and award of construction contract for Mobile Street.

- D. Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Duets (Filing No. 36) from North Range Metropolitan District No. 2 to Reunion Metropolitan District

Ms. Bear reviewed the Thirteenth Addendum with the Board. After discussion, upon a motion duly made by Director Price, seconded by Director Rau and upon vote unanimously carried, the Board approved the Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Duets (Filing No. 36) from North Range Metropolitan District No. 2 to Reunion Metropolitan District pending final legal review.

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Engineer Matters

A. Award of Construction Contract for Reunion Ridge Filing No. 1 Infrastructure

Mr. Clutter reviewed the contract with the Board, noting that five bids were received. After discussion, upon a motion duly made by Director Rau, seconded by Director Price, and upon vote unanimously carried, the Board approved the Award of Contract for Reunion Ridge Filing No. 1 Infrastructure to ESCO for \$12 million. Mr. Clutter noted that this award does not include portions of the bid that contemplate an intergovernmental agreement and cost sharing with South Adams County WSD which is still in negotiations.

B. Independent Contractor Agreement between Reunion Metropolitan District and JR Engineering, LLC for Construction Management Services related to the Reunion Ridge Filing No. 1 Infrastructure

Mr. Clutter reviewed the Agreement with the Board. After review, upon a motion duly made by Director Rau, seconded by Director Price, and upon vote unanimously carried, the Board approved the Independent Contractor Agreement between Reunion Metropolitan District and JR Engineering, LLC for Construction Management Services related to the Reunion Ridge Filing No. 1 Infrastructure.

C. Temporary Construction Easement from Highway Two, LLC to Reunion Metropolitan District related to Reunion Ridge Filing No. 1 Infrastructure

Mr. Clutter reviewed the Easement with the Board for the west side of Revere Street to allow construction improvements. After review, upon a motion duly made by Director Rau, seconded by Director Kershisnik, can upon vote unanimously carried, the Board approved the Temporary Construction Easement from Highway Two, LLC to Reunion Metropolitan District related to Reunion Ridge Filing No. 1 Infrastructure.

D. Agreement Regarding Relocation of Sinclair Gas Line related to Reunion Ridge Filing No. 1 Infrastructure

Mr. Clutter reviewed the Agreement with the Board for relocation of a gas line in association with the storm sewer outfall. After review, the Board deferred this item to a future meeting.

E. Award of Construction Contract for Mobile Street

Mr. Clutter reviewed the Award with the Board for Mobile Street 112th to the golf course, noting that five bids had been received. After review, upon a motion duly made by Director Price, seconded by Director Kershisnik, and upon vote unanimously carried, the Board awarded the Construction Contract for Mobile Street to ESCO to finalize the curb, gutter and asphalt.

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- F. Change Order No. 7 to Agreement between Reunion Metropolitan District and JBS Pipeline Contractors for District Infrastructure to Service Village 7B and 7E

Mr. Clutter reviewed Change Order No. 7 with the Board. After review, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved Change Order No. 7 to Agreement between Reunion Metropolitan District and JBS Pipeline Contractors for District Infrastructure to Service Village 7B and 7E.

- G. Assignment and Bill of Sale for Plan B Project ERU Water Credits and ERU Water Connections related to 112th Avenue

Mr. Clutter reviewed the Assignment of Bill of Sale with the Board. After review, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved the Assignment and Bill of Sale for Plan B Project ERU Water Credits and ERU Water Connections related to 112th Avenue.

- H. Assignment and Bill of Sale for Plan B Project ERU Water Credits and ERU Water Connections related to Village 7E and 7B

Mr. Clutter reviewed the Assignment of Bill of Sale with the Board. After review, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved the Assignment and Bill of Sale for Plan B Project ERU Water Credits and ERU Water Connections related to Village 7E and 7B.

- I. Review and consider approval of Change Order No. 5 for the Landscape Improvement Project in Filing 19, Filing 23, Filing 25 and Filing 26 between CDI Environmental Contractors and North Range Metropolitan No. 2 (assigned to Reunion Metropolitan District) in the amount of \$29,219.93

Mr. Clutter reviewed Change Order No. 5 with the Board. After review, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved Change Order No. 5 for the Landscape Improvement Project in Filing 19, Filing 23, Filing 25 and Filing 26 between CDI Environmental Contractors and North Range Metropolitan No. 2 ,subject to assignment of contract to Reunion Metropolitan District, in the amount of \$29,219.93.

- J. Review and consider approval of Change Order No. 6 for the Landscape Improvement Project between CDI Environmental Contractors and North Range Metropolitan No. 2,subject to assignment of contract to Reunion Metropolitan District, in the decreased amount of -\$2,305.50

Mr. Clutter reviewed Change Order No. 6 with the Board. After review, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote

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unanimously carried, the Board approved Change Order No. 6 for the Landscape Improvement Project between CDI Environmental Contractors and North Range Metropolitan No. 2 (assigned to Reunion Metropolitan District in the decreased amount of -\$2,305.50.

Financial Matters

Deferred until the next regular meeting

Other Business


None.

Adjournment

There being no further business to come before the Board, upon a motion duly made by Director Rau, seconded by Director Kershisnik, the meeting adjourned at 2:12 p.m.

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

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

Certificate Of Completion

Envelope Id: 30157E7703E3434280B82CB406E505D9	Status: Completed
Subject: Please DocuSign: RMD March 27, 2020 Minutes.pdf	
Client Name: Reunion MD	
Client Number: 011-042159 OS01-2020	
Source Envelope:	
Document Pages: 7	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
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Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Kathy.Suazo@claconnect.com
	IP Address: 67.137.57.251

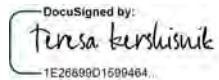
Record Tracking

Status: Original	Holder: Kathy Suazo	Location: DocuSign
6/16/2020 9:43:59 AM	Kathy.Suazo@claconnect.com	

Signer Events

Teresa Kershnik
 terri.kershnik@sheahomes.com
 Security Level: Email, Account Authentication (None)

Signature



Signature Adoption: Pre-selected Style
 Using IP Address: 73.203.122.25

Timestamp

Sent: 6/16/2020 9:46:15 AM
 Viewed: 6/16/2020 10:37:47 AM
 Signed: 6/16/2020 10:38:12 AM

Electronic Record and Signature Disclosure:
 Accepted: 3/1/2019 3:44:04 PM
 ID: 55b41b48-ae6c-4b10-8229-b9789f72d294

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	6/16/2020 9:46:15 AM
Certified Delivered	Security Checked	6/16/2020 10:37:47 AM
Signing Complete	Security Checked	6/16/2020 10:38:12 AM
Completed	Security Checked	6/16/2020 10:38:12 AM

Payment Events

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