

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING/BUDGET HEARING
OF THE BOARD OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT
HELD
FEBRUARY 4, 2020**

A regular meeting/budget hearing of the Board of Directors of the Reunion Metropolitan District was held Tuesday, February 4, 2020, at 6:00 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:

Kelly Leid
Bruce Rau
Teresa Kershisnik

Also in attendance were:

Matthew Urkoski, Anna Jones and Shelby Clymer; CliftonLarsonAllen
LLP
Kristen Bear, Esq.; White Bear Ankele Tanaka & Waldron P.C.
Steve Follweiler and Raul Martinez; Reunion Metropolitan District
Aaron Clutter; JR Engineering
Thomas Mueller; North Range MD No. 1 Board Member
Douglas Burns; North Range MD No. 1 Board Member
Ronna Sanchez; 10680 Waco Street
Mike Flores; 17069 E. 99th Place
Michelle Sweeney; 16825 E. 111th Drive
Nick McKibbin; 18056 E. 10th Way
Scott Davis; 10144 Telluride Way
Keely Thompson; 10133 Waco Street
Susan Good; 17938 E. 105th Avenue
Alberteen Jones; 17908 E. 108th Place
Tomas Jones, 17980 E. 108th Place
Noemi Jones; 17908 E. 108th Place
Susan Noble; 10642 Olathe Street
Mark Reuter; 11003 Sedalia Way
Barb Reuter; 11003 Sedalia Way

Call to Order

Director Leid called the meeting to order at 6:00 p.m. The absence of Director Roberts and Director Price were excused.

Declaration of
Quorum

A quorum was confirmed.

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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.

Approve Agenda

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

Public Comments

Ronna Sanchez thanked Mr. Martinez and his crew for their care of the landscaping.

Michelle Sweeney inquired on the budgeting process.

Alberteen Jones inquired on taxation within the Districts. Ms. Jones also inquired on how the Districts and HOA are structured.

Susan Noble asked about the purpose of the six small parcels near Hannibal and 11th and whether North Range Metro District No.1 has any additional debt as a result of the formation of the subdistricts. Ms. Bear explained that the subdistricts have not issued any debt and are presently funded by fees assessed within only that specific area.

Mike Flores asked where the engineering savings go in relation to deductive change orders. Mr. Clutter indicated that it stays in the construction budget for now, and added that there are three partners in the project; Reunion MD, the City of Commerce City and the South Adams County Water and Sanitation District. Ms. Clymer discussed how the Capital Fund is segregated from the Operating and Debt Service Funds.

CONSENT AGENDA

- A. Review and Approve Minutes of the January 22, 2020 Special Board Meeting and November 5, 2019 Regular Board Meeting

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

6. Manager Matters

- A. Parks/Irrigation Manager's Report

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Raul Martinez reviewed the enclosed report with the Board, noting the need for approval of a new truck and attached snow removal tool in an amount not to exceed \$42,000. Discussion ensued regarding a lease versus a purchase and when the new truck will be needed. The Board asked Mr. Martinez to track where the truck is most likely to be utilized and for staff to incorporate that ratio into the budgeting and financials allocation once purchased.

After discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the purchase of a truck and attached snow removal tool in a not to exceed amount of \$42,000.

B. Operations Manager's Report

Mr. Follweiler reviewed the Operations Managers' Report with the Board

1. Review and Consider Approval of Independent Contractor Agreement (Reunion Recreation Center Pool Maintenance – 2020) between Reunion Metropolitan District and YMCA of Metropolitan Denver in the amount of \$82,500.

After discussion, upon a motion duly made by Director Rau, seconded by director Kershisnik, and upon vote unanimously carried the Board approved the Independent Contractor Agreement (Reunion Recreation Center Pool Maintenance – 2020) between Reunion Metropolitan District and YMCA of Metropolitan Denver in the amount of \$82,500.

2. Review and Consider Approval of Independent contractor Agreement (Reunion Southlawn Pool Maintenance – 2020) between Reunion Metropolitan District and YMCA of Metropolitan Denver in the amount of \$82,500.

After discussion, upon a motion duly made by Director Rau, seconded by director Kershisnik, and upon vote unanimously carried the Board approved the Independent contractor Agreement (Reunion Southlawn Pool Maintenance – 2020) between Reunion Metropolitan District and YMCA of Metropolitan Denver in the amount of \$82,500.

C. HOA Manager's Report

Jim Bogner reviewed the enclosed report with the Board. Discussion ensued regarding the relationship between the HOA and the Metropolitan District. Mr. Bogner and Ms. Bear discussed.

D. Review and Consider Approval of 2020 Billing Rates for CLA Management Services

After review, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the 2020 Billing Rates for CLA Management Services.

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E. Community Relations and District Website Update

Director Leid reported that there will be a resident workshop held on February 25th from 6:30 p.m. to 8:30 p.m. He noted that the District will commit to two more meetings this year.

Legal Matters

A. Review and Consider Approval of Assignments of Rights Under Supplemental Declarations

1. Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Carriage House (Filing No. 18, First Amendment) from North Range Metropolitan District No. 1, Subdistrict No. 2 to Reunion Metropolitan District

After review, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Carriage House (Filing No. 18, First Amendment) from North Range Metropolitan District No. 1, Subdistrict No. 2 to Reunion Metropolitan District, conditioned upon approval of the same by North Range Metropolitan District No. 1, Subdistrict No. 2.

2. Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Carriage House (Filing No. 20, First Amendment) from North Range Metropolitan District No. 2, Subdistrict No. 1 to Reunion Metropolitan District

After review, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Carriage House (Filing No. 20, First Amendment) from North Range Metropolitan District No. 2, Subdistrict No. 1 to Reunion Metropolitan District, conditioned upon approval of the same by North Range Metropolitan District No. 2, Subdistrict No. 1.

3. Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Carriage House (Filing No. 34, Amendment No. 1) from North Range Metropolitan District No. 2, Subdistrict No. 1 to Reunion Metropolitan District

After review, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the Assignment of Rights under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Carriage House (Filing No. 34, Amendment No. 1) from North Range Metropolitan District No. 2, Subdistrict No. 1 to Reunion Metropolitan District, conditioned upon

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approval of the same by North Range Metropolitan District No. 2, Subdistrict No. 1.

3. Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Porchlight (Filing No. 34, Amendment No. 2) from North Range Metropolitan District No. 2, Subdistrict No. 1 to Reunion Metropolitan District

After review, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Porchlight (Filing No. 34, Amendment No. 2) from North Range Metropolitan District No. 2, Subdistrict No. 1 to Reunion Metropolitan District, conditioned upon approval of the same by North Range Metropolitan District No. 2, Subdistrict No. 1.

- B. Review and Consider Approval of Amendment No. 8 to the Amended and Restated Resolution Regarding the Imposition of City Credit Fees

Ms. Bear reviewed the Amendment No. 8 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 Amendment No. 8 to the Amended and Restated Resolution Regarding the Imposition of City Credit Fees.

- C. Review and Consider Approval of Amendment No. 17 to the Amended and Restated Resolution Regarding the Imposition of System Development Fees

Ms. Bear reviewed the Amendment No. 17 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 Amendment No. 17 to the Amended and Restated Resolution Regarding the Imposition of System Development Fees.

- D. Review and Consider Approval of Assignment of Agreement between CDI and North Range Metropolitan District No. 2 to Reunion Metropolitan District relative to remaining work to be done under that contract related to landscaping in Filings 19, 23, 25 and 26

Ms. Bear reviewed the Assignment of Agreement 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 Assignment of Agreement between CDI and North Range Metropolitan District No. 2 to Reunion Metropolitan District relative to remaining work to be done under that contract related to landscaping in Filings 19, 23, 25 and 26, conditioned upon approval of the same by North Range Metropolitan District No. 2.

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- E. Review and Consider Approval of Assignment of Agreement between JR Engineering and North Range Metropolitan District No. 2 to Reunion Metropolitan District relative to remaining work to be done under that contract related to landscaping in Filings 19, 23, 25 and 26.

Ms. Bear reviewed the Assignment of Agreement with the Board. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved the Assignment of Agreement between JR Engineering and North Range Metropolitan District No. 2 to Reunion Metropolitan District relative to remaining work to be done under that contract related to landscaping in Filings 19, 23, 25 and 26, conditioned upon approval of the same by North Range Metropolitan District No. 2.

- F. Termination of Intergovernmental Agreement Regarding the Funding of North Range Metropolitan District No. 2 Public Improvements between Reunion Metropolitan District and North Range Metropolitan District No. 2

Ms. Bear reviewed the Termination of Intergovernmental Agreement with the Board. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved the Termination of Intergovernmental Agreement Regarding the Funding of North Range Metropolitan District No. 2 Public Improvements between Reunion Metropolitan District and North Range Metropolitan District No. 2, conditioned upon approval of the same by North Range Metropolitan District No. 2.

- G. Ratification of Independent Contractor Agreement between Contour Services, LLC and Reunion Metropolitan District (112th Avenue Improvements, Phase 1, Construction Management)

- H. Ms. Bear reviewed the Independent Contractor Agreement with the Board. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board ratified the Independent Contractor Agreement between Contour Services, LLC and Reunion Metropolitan District (112th Avenue Improvements, Phase 1, Construction Management).

Engineer Matters

- A. Review and consider approval/ratification of various easements and deeds related to the 112th Avenue Project
1. Ratification of Temporary Construction Easement 112th Avenue (Ph1) Improvement Project (North – 4-TE1) from the City of Commerce City to Reunion Metropolitan District

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershnik, seconded by Director Rau, and upon vote unanimously carried, the Board ratified the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project

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(North – 4-TE1) from the City of Commerce City to Reunion Metropolitan District .

2. Ratification of Temporary Construction Easement 112th Avenue (Ph 1) Improvement Project (South – 5-TE1, 5-TE2) from the City of Commerce City to Reunion Metropolitan District

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board ratified the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project (South – 5-TE1, 5-TE2) from the City of Commerce City to Reunion Metropolitan District.

3. Approval of Temporary Construction Easement 1112th Avenue (Ph 1) Improvement Project (Easement Parcel 02-01) from DIBC Buffalo Hills Ranch, LLC and FFP-DIA, LLC to Reunion Metropolitan District

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project (Easement Parcel 02-01) from DIBC Buffalo Hills Ranch, LLC and FFP-DIA, LLC to Reunion Metropolitan District.

4. Approval of Temporary Construction Easement 112th Avenue (Ph 1) Improvement Project (Easement Parcel 03-01) from DIBC Buffalo Hills Ranch, LLC and FFP-DIA, LLC to Reunion Metropolitan District

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project (Easement Parcel 03-01) from DIBC Buffalo Hills Ranch, LLC and FFP-DIA, LLC to Reunion Metropolitan District.

5. Approval of Temporary Construction Easement 112th Avenue (Ph1) Improvement Project from Schlup D Ltd. to Reunion Metropolitan District and the City of Commerce City

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project from Schlup D Ltd. to Reunion Metropolitan District and the City of Commerce City,

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6. Approval of Temporary Construction Easement 112th Avenue (Ph 1) Improvement Project from Gregory G. and Audrey E. Goodman to Reunion Metropolitan District and the City of Commerce City

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project from Gregory G. and Audrey E. Goodman to Reunion Metropolitan District and the City of Commerce City.

7. Approval of Temporary Construction Easement 112th Avenue (Ph 1) Improvement Project from Lokal BR7, LLC to Reunion Metropolitan District

Mr. Clutter reviewed the Temporary Construction Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Temporary Construction Easement 112th Avenue (Ph1) Improvement Project from Lokal BR7, LLC to Reunion Metropolitan District.

8. Approval of Grant of Easement (Storm Drainage Pond) (Parcel 03-1) from Reunion Metropolitan District to the City of Commerce City

Mr. Clutter reviewed the Grant of Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Grant of Easement (Storm Drainage Pond) (Parcel 03-1) from Reunion Metropolitan District to the City of Commerce City.

9. Approval of Grant of Easement (Storm Drainage Pond) (Parcels 03-2, 03-4, 03-5, and 03-6) from Reunion Metropolitan District to the City of Commerce City

Mr. Clutter reviewed the Grant of Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Grant of Easement (Storm Drainage Pond) (Parcels 03-2, 03-4, 03-5, and 03-6) from Reunion Metropolitan District to the City of Commerce City.

10. Approval of Grant of Easement (Storm Drainage) (Parcel 08-1) from Reunion Metropolitan District to the City of Commerce City Approval of Grant of Easement (Storm Drainage Pond) (Parcel 03-1) from Reunion Metropolitan District to the City of Commerce City

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Mr. Clutter reviewed the Grant of Easement with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Grant of Easement (Storm Drainage Pond) (Parcel 03-1) from Reunion Metropolitan District to the City of Commerce City.

11. Special Warranty Deed (Right-of-Way Acquisition Parcels 03-1 and 03-3) from DIBC Buffalo Hills Ranch, LLC and FFP-DIA, LLC to Reunion Metropolitan District Approval of Grant of Easement (Storm Drainage Pond) (Parcel 03-1) from Reunion Metropolitan District to the City of Commerce City

Mr. Clutter reviewed the Special Warranty Deed with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved the Special Warranty Deed (Right-of-Way Acquisition Parcels 03-1 and 03-3) from DIBC Buffalo Hills Ranch, LLC and FFP-DIA, LLC to Reunion Metropolitan District Approval of Grant of Easement (Storm Drainage Pond) (Parcel 03-1) from Reunion Metropolitan District to the City of Commerce City.

B. Change Orders

1. Review and consider approval of Change Order No. 5 for Infrastructure Service at Village 7B and 7E between JBS Pipeline Contractors and Reunion Metropolitan District in the decreased amount of -\$50,129.15

Mr. Clutter reviewed Change Order No. 5 with the Board. After discussion, motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved Change Order No. 5 for Infrastructure Service at Village 7B and 7E between JBS Pipeline Contractors and Reunion Metropolitan District in the decreased amount of -\$50,129.15.

2. Review and consider approval of Change Order No. 6 for Infrastructure Service at Village 7B and 7E between JBS Pipeline Contractors and Reunion Metropolitan District in the decreased amount of -\$5,400

Mr. Clutter reviewed Change Order No. 6 with the Board. After discussion, motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved Change Order No. 6 for Infrastructure Service at Village 7B and 7E between JBS Pipeline Contractors and Reunion Metropolitan District in the decreased amount of -\$5,400.

3. Review and consider approval of Change Order No. 1 for 112th Avenue Phase 1 Improvements between Hudick Excavating Inc. dba HEI Civil in the decreased amount of -\$82,235.39

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Mr. Clutter reviewed Change Order No. 1 with the Board. After discussion, motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved Change Order No. 1 for 112th Avenue Phase 1 Improvements between Hudick Excavating Inc. dba HEI Civil in the decreased amount of -\$84,558.39.

- C. Review and consider Resolution Accepting Public Improvements (Filing No. 34 Landscaping)

Ms. Bear reviewed the Resolution with the Board. Discussion ensued. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board accepted the Resolution Accepting Public Improvements (Filing No. 34 Landscaping), subject to the one year warranty period.

- D. Review and consider Resolution Accepting Public Improvements (Filing 34 Underdrain)

Ms. Bear reviewed the Resolution with the Board. Discussion ensued. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik, and upon vote unanimously carried, the Board accepted the Resolution Accepting Public Improvements (Filing No. 34 Underdrain), subject to the one year warranty period.

Financial Matters

- A. Review, Ratify and Consider Approval of Claims

Ms. Clymer reviewed the claims. After review and discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board approved and/or ratified approval of the claims in the amount of \$1,174,146.82.

- B. Review and Consider Acceptance of the December 31, 2019 Unaudited Draft Financial Statements

Ms. Clymer reviewed the Unaudited Financial Statements with the Board. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Rau, and upon vote unanimously carried, the Board accepted the December 31, 2019 Unaudited Draft Financial Statements.

- C. 2019 Amended Budget Hearing

1. Consider Adoption of 2019 Amended Budget Resolution

Upon a motion duly made by Director Leid, the Board opened the public hearing at 7:15 p.m. Ms. Clymer reviewed the proposed 2019 amended budget with the Board. Discussion amongst the board and public ensued. Upon a motion duly made by

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Director Kershisnik, seconded by Director Rau, the Board closed the public hearing at 7:19 p.m.

After review and discussion, upon a motion duly made by Director Rau, seconded the Director Kershisnik, and upon vote unanimously carried, the Board approved the 2019 amended budget and adopted the 2019 Amended Budget Resolution.

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 7:34 p.m.

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

Respectfully submitted,

DocuSigned by:
Teresa Kershisnik
1E26899D1599464...
Secretary for the Meeting

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Signer Events

Teresa Kershnik

terri.kershnik@sheahomes.com

Security Level: Email, Account Authentication (None)

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Certified Delivery Events

Status

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Carbon Copy Events

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Witness Events

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Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Envelope Sent

Hashed/Encrypted

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Certified Delivered

Security Checked

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Signing Complete

Security Checked

1/25/2021 12:40:17 PM

Completed

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