

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
MAY 4, 2021

A special meeting of the Board of Directors of the Reunion Metropolitan District (referred to hereafter as the “Board”) was convened on May 4, 2021 at 6:00 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Kelly Leid, President
Brett Price, Vice-President
Teresa Kershisnik, Asst. Secretary

Also, In Attendance Were:

Trisha Harris; White Bear Ankele Tanaka & Waldron
Matt Urkoski, Anna Jones, Shelby Clymer and Curtis Bourgooin;
CliftonLarsonAllen LLP (“CLA”)
Steve Follweiler and Raul Martinez; Reunion Metropolitan District
Aaron Clutter; JR Engineering
Jim Bogner; MSI
Shannon Fuller; Haynie & Co.
Thomas Mueller, Douglas Burns, Anna Phillips and Susan Good; North Range MD No. 1; North Range MD No. 1, Subdistrict No. 1; North Range MD No. 1, Subdistrict No. 2
AJ Heiser, Tiffanie Graham and Brandon Reed; North Range MD No. 2; North Range MD No. 2, Subdistrict No. 1
Ronna; resident
Tyler W.; resident

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Director Leid called the meeting to order at 6:03 p.m. Upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board approved the agenda as presented.

Disclosures of potential conflicts of interest: The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by

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the Board members prior to this meeting in accordance with statute. It was noted by Attorney Harris that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting

Quorum/Confirmation of Meeting Location/Posting of Notice: A quorum was confirmed. The absence of Directors Rau and Roberts were excused.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via Microsoft Teams and encouraged public participation via Microsoft Teams. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxing electors within the District's boundaries.

Public Comment: Resident Tyler W. discussed the auto courts.

CONSENT AGENDA

Minutes of February 2, 2021 special Board meeting: The Board reviewed the Minutes of the February 2, 2021 special Board meeting. Following review and discussion, upon a motion duly made by Director Kershisnik, seconded by Director Leid and, upon vote, unanimously carried, the Board approved the Minutes, as presented.

FINANCIAL MATTERS

Approval of Claims: Ms. Clymer reviewed the payment of claims in the amount of \$4,236,007.88 for ratification and/or approval. Following discussion, upon a motion duly made by Director Price, seconded by Director Leid and, upon vote, unanimously carried, the Board approved and/or ratified approval of claims in the amount of \$4,236,007.88.

Unaudited Financial Statements: Ms. Clymer reviewed the unaudited financial statements for the period ending March 31, 2021 with the Board. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Price and, upon vote, unanimously carried, the Board accepted the unaudited financial statements.

2020 Audit: Ms. Fuller reviewed the status of draft 2020 Audit with the Board. Ms. Clymer reviewed the details. Following discussion, upon a motion duly made by Director Leid, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the 2020 Audit, subject to final legal review and review by Director Rau, and authorized execution of the Representations Letter.

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MANAGER MATTERS

Parks/Irrigation Manager's Report: Mr. Martinez reviewed the report that was included in the packet.

3-year contract for top dressing and seeding and 4-year contract for mulching with Renewable Earth Materials, LLC: Mr. Martinez reviewed the contract with the Board. Following discussion, upon a motion duly made by Director Lied, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the 3-year contract for top dressing and seeding in the amount of \$75,000.00 and the 4-year mulching contract in the amount of \$84,000.00 with Renewable Earth Materials, LLC.

Operation Manager's report: Mr. Follweiler reviewed the report enclosed in the packet.

Proposals for Rec. Center and pool parking lost asphalt repairs: Mr. Follweiler reviewed the proposals with the Board. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Price and, upon vote, unanimously carried, the Board approved the proposal from ASAP Asphalt & Concrete Inc. in the amount of \$18,952.00.

Independent Contractor Agreement with Night Musick for 2021 Fireworks Display: Mr. Follweiler reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Leid and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Night Musick for 2021 Fireworks Display in the amount of \$24,800.00.

Independent Contractor Agreement (Reunion Recreation Century Pool Maintenance – 2021) between Reunion Metropolitan District and YMCA of Metropolitan Denver in the amount of \$85,200.00: Mr. Follweiler reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Agreement pending clarification regarding payment relative to pool capacity and corresponding lifeguard needs.

Independent Contractor Agreement (Southlawn Pool Maintenance – 2021) between Reunion Metropolitan District and YMCA in the amount of \$85,200.00: Mr. Follweiler reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Agreement pending clarification regarding payment relative to pool capacity and corresponding lifeguard needs.

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HOA Manager's Report: Mr. Bogner reviewed the report that was included in the packet. Discussion ensued.

Independent Contractor Agreement for Southlawn Pool Improvements between the District and FCI Constructor, Inc. in the amount of \$58,610.94:

Mr. Urkoski reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board ratified approval of the Independent Contractor Agreement for Southlawn Pool Improvements between the District and FCI Constructor, Inc. in the amount of \$58,610.94.

LEGAL
MATTERS

Resolution Rescinding the Temporary Suspension of Late Fees and Interest and Temporary Modifications to the Collections, Foreclosure and Covenant Enforcement Processes:

Attorney Harris reviewed the Resolution, noting that violation notices and associated payments will return on June 1st. Following discussion, upon a motion duly made by Director Leid, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Resolution Rescinding the Temporary Suspension of Late Fees and Interest and Temporary Modifications to the Collections, Foreclosure and Covenant Enforcement Processes.

Engagement of special counsel for covenant enforcement services: Attorney Harris reviewed the three proposals that were included in the packet. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board approved the engagement with Altitude Community Law for special counsel services for covenant enforcement.

Amendment to Cost Share Agreement Phase I – 112th Improvements Chambers Road to Parkside Drive North with the City of Commerce City:

Attorney Harris reviewed the Amendment with the Board. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board ratified approval of the Amendment to Cost Share Agreement Phase I – 112th Improvements Chambers Road to Parkside Drive North with the City of Commerce City.

Declaration of Covenants, Conditions and Restrictions for North Range Metropolitan District No. 3 Area within Reunion:

Attorney Harris reviewed the Declaration with the Board. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board ratified approval of the Declaration of Covenants, Conditions and Restrictions for North Range Metropolitan District No. 3 Area within Reunion.

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Assignment of Rights Under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Ridge Carriage House and Porchlight (Filing No. 1) from North Range Metropolitan District No. 3 to Reunion Metropolitan District: Attorney Harris reviewed the Assignment of Rights with the Board. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board approved the Assignment of Rights Under the Supplemental Declaration of Covenants, Conditions and Restrictions for Reunion Ridge Carriage House and Porchlight (Filing No. 1) from North Range Metropolitan District No. 3 to Reunion Metropolitan District.

Joint Fee Resolution of the Board of Directors of Reunion Metropolitan District and North Range Metropolitan District No. 2 Concerning the Imposition of a Maintenance Fee: Attorney Harris reviewed the Resolution with the Board. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board approved the Joint Fee Resolution of the Board of Directors of Reunion Metropolitan District and North Range Metropolitan District No. 2 Concerning the Imposition of a Maintenance Fee.

Other: None.

ENGINEER MATTERS

Amendment to Lease for Construction Purposes between the District and Metro Wastewater Reclamation District: Mr. Clutter reviewed the Amendment with the Board. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Leid and, upon vote, unanimously carried, the Board approved the Amendment to Lease for Construction Purposes between the District and Metro Wastewater Reclamation District.

Status update of all construction projects and projections: Mr. Clutter reviewed the status with the Board that was included in the packet.

Authorization to approve Sport Court bids: Mr. Clutter reviewed the bids with the Board. Discussion ensued regarding the project and budget. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the bid from Renner Sports Surfaces in the total estimated amount of \$185,000.00.

Construction contracts for Landscaping and Irrigation Improvements within Reunion Ridge Filing No. 1: Mr. Clutter reviewed the contracts with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Leid and, upon vote, unanimously carried, the Board approved the construction contracts for Landscaping and Irrigation

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Improvements within Reunion Ridge Filing No. 1 with Colorado Designscapes in the amount of \$2,557,350.00.

Board Communication regarding Filing No. 37 tap/ERUs fees and related Seventeenth Addendum to Funding and Reimbursement Agreement between the District and Clayton Properties Group II, Inc.: Mr. Clutter reviewed the Board Communication and Addendum with the Board. Following discussion, upon a motion duly made by Director Leid, seconded by Director Price and, upon vote, unanimously carried, the Board approved the tap fees and costs associated with Tap #8 and the Seventeenth Addendum to Funding and Reimbursement Agreement between the District and Clayton Properties Group II, Inc.

Authorization of conveyance of land that the District owns to the City of Commerce City for a golf cart crossing: Mr. Clutter reviewed the conveyance with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board authorized the conveyance of land that the District owns to the City of Commerce City for a golf cart crossing.

Construction Change Orders:

Change Order #1 - F37 Landscape – Brightview: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Price and, upon vote, unanimously carried, the Board approved Change Order #1 – F37 Landscape with Brightview in the deductive amount of \$9,266.16.

Change Order #1 - Pond A Restoration – Brightview: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Leid and, upon vote, unanimously carried, the Board approved Change Order #1 – Pond A Restoration with Brightview in the amount of \$14,028.75.

Change Order #7 - RMD Landscape Improvements – CDI: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved Change Order #7 – RMD Landscape Improvement with CDI in the deductive amount of \$1,600.00.

Change Order #9 - V7E&7B Improvements – JBS: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved Change Order

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#9 – V7E&&B Improvements with JBS in the deductive amount of \$14,665.23.

Change Order #10 - V7E&7B Improvements – JBS: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershnik and, upon vote, unanimously carried, the Board approved Change Order #10 – V7E&7B Improvements with JBS in the amount of \$14,233.83.

Change Order #3 - Reunion Ridge F1 – ESCO: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershnik and, upon vote, unanimously carried, the Board approved Change Order #3 – Reunion Ridge F1 with ESCO in the amount of \$333,656.60.

Change Order #1 - 112th Avenue Landscape – Brightview: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Kershnik and, upon vote, unanimously carried, the Board approved Change Order #1 – 112th Avenue Landscape with Brightview in the amount of \$9,266.16.

Other: None.

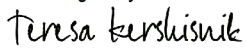
OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 8:43 p.m.

Respectfully submitted,

DocuSigned by:

B. _____
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Secretary for the Meeting

Certificate Of Completion

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Subject: Please DocuSign: 2.A.1. Mintues 05-04-21 (RMD) Final.pdf	
Client Name: Reunion MD	
Client Number: 011-042159-OS01-2021	
Source Envelope:	
Document Pages: 7	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Kathy Suazo
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

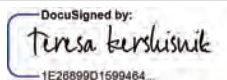
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Teresa Kershnik
 terri.kershnik@sheahomes.com
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 Signed: 8/9/2021 5:32:24 PM

Electronic Record and Signature Disclosure:

Accepted: 8/9/2021 5:32:17 PM
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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**

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Signing Complete	Security Checked	8/9/2021 5:32:24 PM
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