

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING/BUDGET HEARING OF
THE BOARD OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
NOVEMBER 15, 2022

A regular meeting/budget hearing of the Board of Directors of the Reunion Metropolitan District (referred to hereafter as the “Board”) was convened on November 15, 2021 at 6:00 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Brett Price, President
Bruce Rau, Treasurer
Teresa Kershnik, Assistant Secretary

The absence of Director Roberts was excused.

Also, In Attendance Were:

Kristen Bear, Esq.; White Bear Ankele Tanaka & Waldron
Matt Urkoski, Anna Jones, Michael Jensen and Shelby Clymer;
CliftonLarsonAllen LLP (“CLA”)
Raul Martinez; Reunion Metropolitan District
Aaron Clutter; JR Engineering
Curtin Hain; MSI
Greg Doyle and Kimberly Armitage; YMCA
Jessica Reynolds; Wolfersberger, LLC
Jessica McDonogh; Shea Homes
Steve Douglas; member of the public

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Director Price called the meeting to order at 6:02 p.m. Upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved the agenda as amended, moving Item B from the consent Agenda to Manager Matters.

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

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at the meeting

Quorum/Confirmation of Meeting Location/Posting of Notice: A quorum was confirmed. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., determined to conduct this meeting 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 taxpaying electors within the District's boundaries.

Public Comment: None.

CONSENT AGENDA

Minutes from the August 2, 2022 Regular Meeting and October 19, 2022 Special Meeting/Budget Workshop:

2021 Annual Report:

Updates to website to meet the new legislation deadline of January 1, 2023:

HOA Tribunal Recommendations:

Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Consent Agenda, as amended.

MANAGER MATTERS

Local Government Employers Family Medical Leave Insurance and Possible Action: Ms. Jones initiated the discussion regarding FAMLI. Dr. De La Castro reviewed the specifics of the program. Discussion ensued. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board determined to opt out of the Family Medical Leave Insurance.

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

Proposal from Home Town Fence for Filing 26 fence replacement in the amount of \$62,185.00: Mr. Martinez reviewed the Proposal from Home Town Fence with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved the proposal from Home Town Fence for Filing 26 fence replacement in the amount of \$62,185.00.

2023 Landscape and Snow Removal Contracts with Environmental Design (EDI): Mr. Martinez reviewed the Agreement with the Board.

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Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved the 2023 Landscape and Snow Removal Contracts with Environmental Design (EDI).

Operation Manager's report: Mr. Doyle noted the report that was included in the packet.

HOA Manager's Report: Mr. Hain revised the report that was included in the packet.

YMCA Proposals for 2023 Rec Center and Pool Operations: Mr. Urkoski reviewed the YMCA proposals with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved the YMCA proposal for 2023 Rec Center and Pool Operations, subject to legal form of contact.

2023 Regular Meeting Dates [February 7, May 9, August 1 and November 14 at 6:00 p.m.]: Following discussion, the Board approved the 2023 Regular Meeting Dates [February 7, May 9, August 1 and November 14 at 6:00 p.m., and directed that a special meeting be held on December 6, 2022 at 11:00 a.m., if needed.

FINANCIAL MATTERS

Approval of Claims: Ms. Clymer reviewed the payment of claims in the amount of \$2,944,750.51 for ratification and/or approval. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved and/or ratified approval of claims in the amount of \$2,944,750.51.

Unaudited Financial Statements: Ms. Clymer reviewed the unaudited financial statements for the period ending September 30, 2022 with the Board. Discussion ensued. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board accepted the unaudited financial statements dated September 30, 2022.

Public Hearing on Amendment to 2022 Budget: Upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board opened the public hearing at 6:33 p.m. to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

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No public comments were received, and the public hearing was closed at 6:37 p.m.

Ms. Clymer reviewed the 2022 Budget Amendment with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Amendment to the 2022 Budget and adopted the Resolution to Amend the 2022 Budget.

Public Hearing on 2023 Budget: Upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board opened the public hearing at 6:58 p.m. to consider the proposed 2023 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2023 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

Public comments were received. Upon a motion duly made by Director Rau, seconded by Director Price and, upon vote, unanimously carried, the Board closed the public hearing at 7:12 p.m.

Ms. Clymer reviewed the 2023 Budget 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 2023 Budget and adopted the Resolution Adopting the 2022 Budget, subject to receipt of the final assessed valuation from the County and certifications of North Range Metropolitan District No. 1 and North Range Metropolitan District No.2 assumptions presented at this meeting are adopted by the North Range Districts.

Upon a motion duly made by Director Rau, seconded by Director Price and, upon vote, unanimously carried, the Board authorized an amendment to the District Resolution by reallocating the HOA fees by \$8.00 and create a general obligation fee of \$8.00.

Director Rau requested that CLA make themselves available to attend the North Range Metropolitan District Nos. 1, 2 and 3 Board meetings.

Board member to sign the DLG-70 Certification of Tax Levies: The Board directed the District Accountant to sign the CLG-70 Certification of Tax Levies.

CliftonLarsonAllen LLP statement(s) of work for 2023: Ms. Clymer presented the statement(s) of work to the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Price and, upon vote,

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unanimously carried, the Board approved the CliftonLarsonAllen LLP statement(s) of work for 2023.

Proposal for 2022 Audit Services: The Board requested CLA to obtain proposals for consideration at the February meeting.

Other: Mr. Urkoski discussed the compensation letters with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by director Kershnik and, upon vote, unanimously carried, the Board directed Director Price to sign the compensation letters.

ENGINEER MATTERS

Overall Construction Update:

Status update of all construction projects and Budget Spreadsheets: Mr. Clutter reviewed the status, funding and budget tracking with the Board that was included in the packet.

Construction Change Orders:

Change Order No. 01 to the Service Agreement for the Southlawn Sports Court between the District and Colorado Designsapes, Inc. for relocation of existing electrical junction box and underground lines: Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved Change Order No. 01 to the Service Agreement for the Southlawn Sports Court between the District and Colorado Designsapes, Inc. for relocation of existing electrical junction box and underground lines, in the amount of \$3,500.00.

Change Order No. 05 to the Service Agreement for Reunion Ridge Filing No. 1 Ragweed Draw and Phase 1 Landscape Improvements between the District and Designsapes, Inc. for garden fence design revisions: Mr. Clutter reviewed the Change with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved Change Order No. 05 to the Service Agreement for Reunion Ridge Filing No. 1 Ragweed Draw and Phase 1 Landscape Improvements between the District and Designsapes, Inc. for garden fence design revisions, in the amount of \$2,100.00.

Change Order No. 01 to the Service Agreement for Reunion 2022 Pond Maintenance between the District and Kenny's Local Lawn & Exterior Home Care for mowing and weed control and additional

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sediment removal: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved Change Ordre No. 01 to the Service Agreement for Reunion 2022 Pond Maintenance between the District and Kenny's Local Lawn & Exterior Home Care for mowing and weed control and additional sediment removal, in the amount of \$15,780.00.

Change Order No. 03 to the Service Agreement for E. 100th Avenue Improvements between the District and ESCO Construction Co. for sinking pavement, infrared and stripe: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved Change Order No. 03 to the Service Agreement for E. 100th Avenue Improvements between the District and ESCO Construction Co. for sinking pavement, infrared and stripe in the deductive amount of (-\$11,762.50).

Change Order No. 05 to Service Agreement for Filing 37 Landscape Improvements between the District and BrightView Landscape Development for irrigation install for Tract M to N, P6 park berm grading quantities, additional irrigation install for Tract U, Phase 6 park concrete and chase drain and final quantities, extended maintenance and increased: Mr. Clutter reviewed the Change Order with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved Change Order No. 05 to Service Agreement for Filing 37 Landscape Improvements between the District and BrightView Landscape Development for irrigation install for Tract M to N, P6 park berm grading quantities, additional irrigation install for Tract U, Phase 6 park concrete and chase drain and final quantities, extended maintenance and increased sod costs, in the amount of \$68,755.00.

Update on 2023 Stormwater Facilities Maintenance: Mr. Clutter updated the Board on the 2023 Stormwater Facilities Maintenance. No action taken.

Update on Underdrain Maintenance Phase 2: Mr. Clutter updated the Board on the underdrain maintenance Phase 2. No action taken.

Request for Variance for Reunion Ridge Filing 2 and 3 Underdrain: Mr. Clutter reviewed the Request with the Board. Following discussion, upon a motion duly made by Director Price, seconded by Director Rau and, upon vote, unanimously carried, the Board approved the Request for Variance for Reunion Ridge Filing 2 and 3 Underdrain.

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LEGAL MATTERS

2023 Addendum to the Policies and Procedure for Covenant and Rule Enforcement; Resolution Concerning the 2023 Addendum to the Policies and Procedures for Covenant and Rule Enforcement: Attorney Bear reviewed the 2023 Addendum with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the 2023 Addendum to the Policies and Procedure for Covenant and Rule Enforcement and adopted the Resolution Concerning the 2023 Addendum to the Policies and Procedures for Covenant and Rule Enforcement.

2023 Extension to Management Agreement between Reunion Metropolitan District, North Range Metropolitan District No. 1 and Reunion HOA: Attorney Bear reviewed the 2023 Extension with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Price and, upon vote, unanimously carried, the Board approved the 2023 Extension to Management Agreement between Reunion Metropolitan District, North Range Metropolitan District No. 1 and Reunion HOA.

Resolution Recognizing Reimbursement of Amounts Due Under Funding and Reimbursement Agreement: Attorney Bear reviewed the Resolution with the Board. Following discussion, this item was deferred.

Acceptance of Tracts or Improvements for Purpose of Maintenance:

Deed from Shea Homes Limited Partnership for Various Tracts: Attorney Bear reviewed the Deed with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the acceptance of the Deed from Shea Homes Limited Partnership for Various Tracts.

Assignments of Non-Exclusive Easements from Shea Homes Limited Partnership for Various Tracts: Attorney Bear reviewed the Deed with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the acceptance of the Assignments of Non-Exclusive Easements from shea Homes Limited Partnership for Various Tracts.

Deed from Clayton Properties Group II, Inc. for Various Tracts: Attorney Bear reviewed the Deed with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the acceptance of the Deed from Clayton Properties Group II, Inc for Various

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Tracts.

Resolutions Accepting Maintenance of Auto Courts, Perimeter Fences and Landscaping: Attorney Bear reviewed the Resolutions with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the acceptance of Resolutions Accepting Maintenance of Auto Courts, Perimeter Fences and Landscaping.

Engagement Letter with Cockrel Ela Glesne Greher & Ruhland, PC as general counsel to the District: Attorney Bear reviewed the Engagement Letter with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Price and, upon vote, unanimously carried, the Board approved the Engagement Letter with Cockrel Ela Glesne Greher & Ruhland, PC as general counsel to the District.

2023 Annual Administrative Resolution: Attorney Bear reviewed the Resolution with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kirshisnik and, upon vote, unanimously carried, the Board adopted the 2023 Annual Administrative Resolution.

Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election: Attorney Bear reviewed the Resolution with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Executive Session: Upon a motion duly made by Director Rau, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board entered into Executive Session at 8:09 p.m. to receive legal advice on specific legal questions and determine positions relative to matters that may be subject to negotiations, developing strategy for negotiations pursuant to C.R.S., §24-6-402(4)(b) and (e) in connection with the North Range Metropolitan District No. 1 Series 2016 Bonds and Obligations under the Mill Levy Equalization and Pledge Agreement.

Upon a motion duly made by Director Rau, seconded by Director Price and, upon vote, unanimously carried, the Board adjourned out of Executive Session at 8:31 p.m.

No action was taken.

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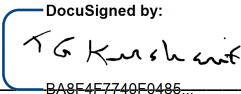
OTHER BUSINESS

Other: None.

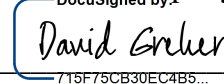
ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Price, seconded by Director Rau, the Board adjourned the meeting at 8:32 p.m.

Respectfully submitted,

By  _____
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Secretary for the Meeting

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I hereby attest that I am an attorney of the District, that I was in attendance during the Executive Session of the Board convened on November 15, 2022, and that the discussion during the Executive Session constituted a privileged attorney-client communication for which no record is required to be kept by law.

By  _____
715F75CB30EC4B5...
David Greher