

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
HERITAGE HILLS METROPOLITAN DISTRICT (THE “DISTRICT”)  
HELD  
FEBRUARY 2, 2024

A regular meeting of the Board of Directors of the Heritage Hills Metropolitan District (referred to hereafter as the “Board”) was convened on Friday, February 2, 2024, at 8:15 a.m., at the Heritage Hills Clubhouse, 9201 S. Heritage Hills Parkway, Lone Tree, CO 80124.

### ATTENDANCE

#### Directors In Attendance Were:

Shaun Seales; President  
Bradley Dodds; Vice President  
Jerome Dyck; Secretary  
Todd Griffin; Assistant Secretary

Christina Epling, Treasurer, was absent.

#### Also In Attendance Were:

Ashley Heidt, Nic Carlson and Stephanie Odewumi; CliftonLarsonAllen LLP (“CLA”)  
Barbara Vander Wall, Esq. and Beth Dauer, Esq.; Seter & Vander Wall, P.C.  
Leigh Dufresne; BrightView Landscaping (“BrightView”)  
Carson Besgrove; Merrick & Company (“Merrick”)  
Jeffery Scott; EVstudio  
Chester Gilliam; Wizard Works Security Services (“Wizard Works”)  
Kevin Mclure and Paul Strickland; Members of the public

### ADMINISTRATIVE MATTERS

**Call to Order:** The meeting was called to order at 8:19 a.m.

**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. No additional conflicts were disclosed at the meeting.

**Quorum, Location of Meeting and Posting of Meeting Notices:** A quorum was confirmed. The Board meeting was noticed as required.

**Public Comment:** Director Seales introduced Paul Strickland and provided information on his background, noting that he works for a cable company and volunteered to assist the District with internet issues.

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Kevin Mclure commented on the new transponders, noting that two of his work and one does not. Mr. Gilliam commented on the issues with Tesla vehicles and suggested Mr. Mclure test the transponder on his car's headlight.

Mr. Gilliam further noted that there are clear transponders that might work better and will order some.

**Agenda:** Following discussion, upon a motion duly made by Director Dodds, seconded by Director Seales and, upon vote, unanimously carried, the Board approved the agenda, as presented.

### LANDSCAPING MATTERS

**Updates:** Ms. Dufresne provided an update for the Board, noting that the third fall cleanup has been completed.

#### **Proposals, if any:**

**BrightView Proposal for Fiesta Turf Treatment – Spring 2024 in the amount of \$7,860.00:** The Board engaged in a discussion regarding the signs made last year, noting that there is no signage for the 48-hour notice to the community. Director Griffin suggested sending an email to the community for the 48-hour notice and adding the information regarding the Fiesta Turf Treatment to the landscaping section of the newsletter.

Following discussion, upon a motion duly made by Director Griffin, seconded by Director Seales and, upon vote, unanimously carried, the Board approved the BrightView Proposal for Fiesta Turf Treatment – Spring 2024 in the amount of \$7,860.00.

**BrightView Proposal for Grub Treatment on Turf in the amount of \$4,600.00:** Following discussion, upon a motion duly made by Director Griffin, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved the BrightView Proposal for Grub Treatment on Turf in the amount of \$4,600.00.

**BrightView Proposal for Tree Insect Treatments 2024 in the amount of \$74,899.50:** The Board engaged in a discussion regarding spreading the cost of the proposal over two years. It was noted that the trees were not treated in 2023, so they should receive treatment this year.

Following discussion, upon a motion duly made by Director Griffin, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved the BrightView Proposal for Tree Insect Treatments 2024 in the amount of \$74,899.50.

**BrightView Proposal for Additional Holiday Lights in the amount of \$4,407.21:** Director Seales requested a proposal in October for some new concepts or designs for the 2024 holiday season. Director Griffin noted he would like to approve the cost of the lights, excluding labor costs.

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Following discussion, upon a motion duly made by Director Griffin, seconded by Director Seales and, upon vote, unanimously carried, the Board approved the BrightView Proposal for Additional Holiday Lights, as amended to remove labor costs.

**BrightView Proposal to Install Summer Annual Color 2024 in the amount of \$40,206.04:** Following discussion, upon a motion duly made by Director Griffin, seconded by Director Seales and, upon vote, unanimously carried, the Board approved the BrightView Proposal to Install Summer Annual Color 2024 in the amount of \$40,206.04.

**Planting Trees and Shrubs Along the Parkway:** Ms. Dufresne reviewed the tree planting proposal with the Board. Director Griffin addressed the Board, noting there was money allocated in the 2024 budget for community enhancement and he suggested utilizing those funds towards the planting of the trees and shrubs along the parkway. Director Griffin noted that he would meet with Ms. Dufresne to identify the areas for the planting. Director Seales inquired about the cost of this project. Ms. Dufresne responded that the cost would be estimated at around \$100,000.00.

**Other:** There was a discussion on changing the water system at the gate house planting beds to a drip system. Mr. Dufresne noted BrightView Landscaping could change the beds to a drip system in the amount not to exceed \$25,000.00. No action was taken.

Director Dyck noted the while the Overlook sidewalks were plowed, the basketball court was plowed onto. He requested BrightView not plow onto the basketball court, to prevent damaging its surface.

Mr. Dyck asked if the residents are responsible for clearing their sidewalks if the trigger depth is not met. It was determined that the residents are indeed responsible for clearing their sidewalks if the trigger depth is not met.

Ms. Dufresne noted that the turf was damaged due to the water line repair near Yosemite entrance. Mr. Carlson noted he will follow up with the City of Lone Tree regarding repairs to the turf.

### ENGINEERING MATTERS

#### **Update on 2024 Capital Projects:**

**Clubhouse Renovation:** Mr. Scott provided an update on the progress to date on the clubhouse project to the Board. Director Griffin expressed his concerns with the design meeting on February 24, 2024, noting it should be held as a town hall meeting to review the survey results with the community. Discussion followed regarding the project and the meeting on February 24, 2024. The Board directed CLA to send an eblast to the community that the survey deadline has been extended to February 4, 2024.

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**Clubhouse Maintenance:** This item was not discussed.

**Overlook Park Updates:** Mr. Besgrove provided an update on the Overlook Park project to the Board, noting that he is waiting on the survey. He presented his scope of work for this proposed project.

**Next Phase of Asphalt Repairs:** Mr. Besgrove reviewed the maps from TR Consulting on the pavement conditions with the Board. Discussion followed regarding the next steps of this project. Merrick will start determining costs to do the necessary and recommended repairs in The Ridge and replace concrete with asphalt at the Yosemite entrance. The Board expressed they were comfortable replacing that concrete with asphalt and directed Merrick to look into alternative options.

**CTF Pay App and Ground Engineering Proposal for Concrete Work:** Mr. Besgrove reviewed the proposal with the Board. Mr. Besgrove is in the process of reviewing the quantities prior to his approval of the CTF Pay App.

Following discussion, upon a motion duly made by Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the CTF Pay App in the amount of \$67,884.63 and approved the Ground Engineering Proposal for concrete work in the amount of \$4,685.00, subject to Merrick's final review.

**CTF Stamped Concrete Proposal for Winding Hill Ave:** Mr. Besgrove reviewed the proposal with the Board. Following discussion, upon a motion duly made by Director Griffin, seconded by Director Seales and, upon vote, unanimously carried, the Board approved the CTF Stamped Concrete Proposal for Winding Hill Ave in the amount of \$10,631.00, as presented.

**ANA Proposal for Brick Wall Repairs:** Mr. Besgrove reviewed the proposal with the Board. Following discussion, upon a motion duly made by Director Seales, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved the ANA Proposal for Brick Wall Repairs in the amount of \$57,000.00, as amended to include walls along Yosemite Ave. and Lincoln Ave. The Board directed legal counsel to draft the service agreement for the ANA Proposal for Brick Wall Repairs.

**Other:** Mr. Carlson inquired about the EVstudio contract. It was noted Attorney Dauer will follow up with EVstudio.

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### DIRECTOR MATTERS

**Update on Newsletter:** This item was not discussed.

**Update on Security and Gate Matters:** Mr. Gilliam provided an update for the Board, noting that the barrier arm testing was completed, and it was more successful than the first testing. Discussion followed regarding the next steps and how the barrier arm affects delivery trucks.

The gate repair is planned to occur in the next two to three weeks. There were questions regarding insurance covering costs of the incident. Mr. Carlson noted that the District's insurance is in conversation with the at fault insurance party. Director Griffin requested an update be provided to the community next week. Mr. Gilliam will provide an anticipated timeline for gate repair.

It was noted that transponders should be placed at least an inch and a half away from metal and any other RFID tags. Mr. Gilliam will provide a one-page document on the transponders to add to the website.

Upon receipt of a proposal for services from Wizard Works, legal counsel will draft a month-to-month service agreement.

**Proposals from Fromm & Company LLC and Associa for Property Maintenance/Management and Project Oversight Services:** Director Seales expressed interest in researching other accounting firms. Director Seales proposed forming a subcommittee.

Director Griffin reviewed the project management proposals with the Board. Following discussion, upon a motion duly made by Director Griffin, seconded by Director Dyck and, upon vote, unanimously carried, the Board approved the proposal from Fromm & Company LLC for Property Maintenance/Management and Project Oversight Services, subject to contracting with legal counsel. Director Griffin will assist with onboarding and distinguishing responsibilities among consultants.

**MyQ App:** Director Dyck provided an update to the Board, noting that he met with the Lift Master team, Mr. Carlson and Ms. Odewumi. Mr. Carlson noted that they are working through billing options and that each license would be for each phone the app is used on. Mr. Gilliam noted his team can manage this project. CLA, Wizard Works and Director Dyck will work on next steps of the MyQ App project.

### FINANCIAL MATTERS

**Interim Claims:** Following discussion, upon a motion duly made by Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the Board ratified approval of the interim claims, as presented.

**Cash Position Schedule:** Following discussion, upon a motion duly made by

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Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule, as presented.

### MANAGER MATTERS

**Electrical Line Extension to Lincoln Ave:** This item was not discussed.

**Update on Starlink Services:** Mr. Carlson provided an update to the Board, noting that Starlink is difficult to reach to obtain any assistance. Director Griffin suggested Fromm & Company LLC take over this project after they are onboarded.

**District Pay Card:** Mr. Carlson discussed the District potentially obtaining a debit card with the Board. The Board determined to table this item and explore other options. No action was taken.

### LEGAL MATTERS

**Q3 License Agreement:** Ms. Dauer presented the agreement to the Board. Following discussion, upon a motion duly made by Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the Q3 License Agreement, as presented.

**Drainage Facilities:** Attorney Dauer provided an update on the drainage facilities to the Board, noting that there is no evidence of an underdrain system present. Discussion ensued regarding the difference between an underdrain system and a stormwater system. Attorney Dauer noted she will continue to research drainage matters and have more information for the next meeting.

### CONSENT AGENDA

**Minutes from January 5, 2024 Regular Board Meeting:**  
**Wizard Works Proposal to Replace Gates in the amount of \$26,755.00:**

Following review and discussion, upon a motion duly made by Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

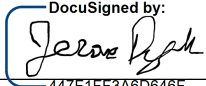
### OTHER BUSINESS

None.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion, duly made by Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the meeting was adjourned at 11:05 a.m.

Respectfully submitted,

DocuSigned by:  
  
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Secretary for the Meeting