

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
HERITAGE HILLS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
AUGUST 11, 2023

A special meeting of the Board of Directors of the Heritage Hills Metropolitan District (referred to hereafter as the “Board”) was convened on Friday, August 11, 2023, at 8:15 a.m., at the Heritage Hills Clubhouse, 9201 S. Heritage Hills Parkway, Lone Tree, CO 80124. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Shaun Seales, President
Bradley Dodds, Vice President
Christina Epling, Treasurer
Jerome Dyck, Secretary
Todd Griffin, Assistant Secretary

Also In Attendance Were:

Nicholas Carlson, Ashley Heidt and Carrie Beacom; CliftonLarsonAllen LLP (“CLA”)
Beth Dauer; Seter & Vander Wall P.C.
Leigh Dufresne; BrightView Landscaping (“BrightView”)
Carson Besgrove; Merrick & Company (“Merrick”)
Chester Gilliam; Wizard Works Security Systems, Inc. (“Wizard Works”)
Kyle Goudy; Lone Tree Police Department
Matt Shepayo; Preservation Tree Care
Timothy Lyons II; Brannan Sand and Gravel Co.
Barbara Farrell, Ivet Oneth, Steve Shaffer, Jill Clark and Kevin McClure;
Homeowners

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 8:16 a.m. by Director Seales.

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.

RECORD OF PROCEEDINGS

Public Comment: Kevin McClure recommended the Overlook Pool be open from 10:00 a.m. to 8:00 p.m.

Discussion ensued regarding the rules for public and resident use of the pickleball courts.

Agenda: Following discussion, upon a motion duly made by Director Dodds, seconded by Director Seales and, upon vote, unanimously carried, the Board approved the August 11, 2023 agenda, as presented.

Engagement of Seter & Vander Wall P.C.: 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 engagement of Seter & Vander Wall P.C. for general counsel services.

Lone Tree Police Department: Officer Goudy introduced himself to the Board. Discussion ensued regarding community engagement and neighborhood watch program. Director Seales noted that security is the Board's top focus. Discussion continued regarding speeding, not stopping at stop signs, and crosswalk aids during the school year. There was discussion on the HEART team and new liaison within the Lone Tree Police Department regarding homelessness. Discussion ensued regarding the Flock camera system. No action was taken.

LANDSCAPING MATTERS

Updates: Ms. Dufresne and Director Griffin provided an update to the Board. Mr. Shepayo introduced himself to the Board and discussed potential injection and spray treatments on the trees. The Board indicated the community does not prefer to have spray treatments. Discussion ensued regarding Fiesta applications.

Proposals, if any:

BrightView Proposal for Ash Tree Injections in the amount of \$12,571.42: The Board tabled action on this proposal.

BrightView Proposal for Fiesta Turf Treatment in the amount of \$7,860.00: 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 in the amount of \$7,860.00.

Algae Cleanup: Director Griffin noted algae build up. Ms. Dufresne noted they are testing additional chlorine pucks to the pipes to chlorinate the water in an attempt to mitigate algae build up.

RECORD OF PROCEEDINGS

Correspondence with CSU Extension Campus: Mr. Carlson reviewed correspondence with the CSU Extension Campus with the Board. No action was taken.

The Board discussed snow removal for the upcoming season. Director Dodds will work with Ms. Dufresne on a snow removal plan.

ENGINEERING MATTERS

Brannan Sand & Gravel Co.: Mr. Lyons II introduced himself and the company to the Board.

2023 Roadway Improvement Project: Mr. Lyons II noted they are trying to complete the project in two weeks' time. He anticipates work will begin in the next three to four weeks and will place "No Parking" signs and hand out flyers to the community. The Board will send an eblast to the community.

Heritage Hills Parkway and South Hidden Hills Place Intersection Plan: Mr. Besgrove reviewed the intersection plan with the Board. Discussion ensued. Following discussion, upon a motion duly made by Director Griffin, seconded by Director Seales and, upon vote, majority carried, the Board approved the previously reviewed proposal from Chavez Services LLC for \$97,406.00. Directors Dodds and Epling opposed.

Overlook Pavilion: Mr. Besgrove reviewed the Overlook pavilion, noting there would be a fee with the application with the City of Lone Tree for such a site improvement. Director Epling noted she has been in contact with someone at the City of Lone Tree regarding this. Director Epling, Mr. Carlson and Mr. Besgrove will meet with the City of Lone Tree to discuss further.

Repaving and Re-striping the Overlook and Clubhouse Parking Lots: Director Griffin requested a proposal to repave and re-stripe the Overlook and Clubhouse parking lots. Merrick will solicit a change order from Brannan Sand and Gravel Co. for the additional work.

New Concrete Sides/Curbs along the Parkway: Director Griffin reported to the Board that he has asked Mr. Besgrove to research new concrete sides and curbs along Heritage Hills Parkway and provide a quote for the work to be done next year.

Replacing/Fixing Areas of the Roads that are Pavers: The Board discussed asphalt versus stamped concrete to replace areas of the road that are currently pavers. Director Griffin noted that Dream Makers Landscape will replace the broken pavers. The Board determined to replace the pavers by the Overlook mailboxes with asphalt.

RECORD OF PROCEEDINGS

Brick walls: This item was not discussed.

DIRECTOR MATTERS

Security and Gate Matters: Mr. Gilliam provided an update on security matters, noting that hinges on the vehicle gates will be installed in two weeks. Wizard Works will provide traffic control as the gates will have to be closed to replace the hinges. Wizard Works anticipates moving the barrier arm next week. Mr. Gilliam noted a meeting needs to be set to review cameras.

Discussion ensued regarding the MyQ app and pedestrian gates. The Board directed Wizard Works to keep the Lincoln pedestrian gate open from 7:00 a.m. to 9:00 a.m. and 2:30 p.m. to 6:00 p.m. Monday through Friday.

Replace Broken Pavers throughout the Community: This item was discussed previously in the meeting.

Tennis Court Enhancements: The Board discussed the courts being cleaned today and noted the windscreen and canopy benches are on order.

Benches along the Parkway: The Board discussed the new bench that was delivered and additional benches that may be needed.

Internet: Director Seales provided an update for the Board regarding different internet options.

FINANCIAL MATTERS

Interim Claims: Ms. Beacom reviewed the interim claims with 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 interim claims totaling \$177,800.08.

June 30, 2023 Unaudited Financial Statements: Ms. Beacom reviewed the financial statements with the Board. Following discussion, upon a motion duly made by Director Seales, seconded by Director Griffin and, upon vote, unanimously carried, the Board accepted the June 30, 2023 Unaudited Financial Statements.

The Board determined to schedule a 2024 budget workshop in September.

MANAGER MATTERS

Future Agenda Drafting: Mr. Carlson noted it is beneficial to receive all agenda items requested a week before the meeting. The Board directed CLA to send a draft agenda to the Board for review.

LEGAL MATTERS

Ms. Dauer asked if the Board would be interested in a Board member training with Seter & Vander Wall P.C. Discussion ensued regarding consultants' responsibilities and creating a Board member manual for future Board members. A board member training will be scheduled as soon as possible.

RECORD OF PROCEEDINGS

Ms. Dauer also reported that House Bill 23-1105 was enacted by the Colorado Legislature concerning the creation of a task force to examine issues affecting certain homeowners' and metropolitan district homeowners' rights.

The Bill states that a metropolitan district shall notify its residents about the task force before the task force holds its first meeting. A notice regarding the task force has been provided by legal counsel and posted on the District website.

CONSENT AGENDA

Minutes from May 22, 2023 Special Board Meeting:

Minutes from June 27, 2023 Special Board Meeting:

Minutes from July 10, 2023 Special Board Meeting:

Minutes from July 24, 2023 Special Board Meeting:

The Board reviewed the consent agenda. Director Epling recommended changes to the July 10, 2023 minutes. Following 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 amended.

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 11:12 a.m.

Respectfully submitted,

DocuSigned by:

447F1FF3A6D646F...
Secretary for the Meeting

Certificate Of Completion

Envelope Id: B314AE29A26B4241B00E26D73854E65B	Status: Completed
Subject: Complete with DocuSign: HHMD - Minutes 07-28-2023 - Special Meeting.pdf, 8A - Minutes 08-11-2023.pdf	
Client Name: Heritage Hills MD	
Client Number: A519870	
Source Envelope:	
Document Pages: 7	Signatures: 2
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Natalie.Herschberg@claconnect.com
	IP Address: 73.153.120.72

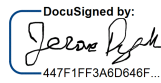
Record Tracking

Status: Original	Holder: Natalie Herschberg	Location: DocuSign
9/20/2023 5:21:52 PM	Natalie.Herschberg@claconnect.com	

Signer Events

Jerome Dyck
 Jerome@heritagehillsmetro.org
 Security Level: Email, Account Authentication (None)

Signature



Signature Adoption: Drawn on Device
 Using IP Address: 174.51.219.86

Timestamp

Sent: 9/20/2023 5:23:33 PM
 Viewed: 9/21/2023 11:37:39 AM
 Signed: 9/21/2023 11:41:07 AM

Electronic Record and Signature Disclosure:
 Accepted: 9/21/2023 11:37:39 AM
 ID: be6cc988-b119-4ebd-85fd-f762a641363c

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
Records Team sdrecordsretention@claconnect.com Security Level: Email, Account Authentication (None)	COPIED	Sent: 9/20/2023 5:23:34 PM Viewed: 9/22/2023 11:02:53 AM
Electronic Record and Signature Disclosure: Not Offered via DocuSign		
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	9/20/2023 5:23:34 PM
Certified Delivered	Security Checked	9/21/2023 11:37:39 AM
Signing Complete	Security Checked	9/21/2023 11:41:07 AM
Completed	Security Checked	9/21/2023 11:41:07 AM

Payment Events

Status

Timestamps

Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.