

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
HERITAGE HILLS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JUNE 8, 2022

A special meeting of the Board of Directors of the Heritage Hills Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, June 8, 2022, at 8:30 a.m. at the Heritage Hills Clubhouse, 9201 S. Heritage Hills Parkway, Lone Tree, CO 80124.

ATTENDANCE

Directors In Attendance Were:

Darron Tucker, President
Bradley Dodds, Vice President
Todd Griffin, Secretary
Shaun Seals, Treasurer
Brent Bailey, Assistant Secretary

Also In Attendance Were:

Denise Denslow and Nic Carlson; CliftonLarsonAllen LLP (“CLA”)
Tamara K. Seaver, Esq.; Icenogle Seaver Pogue, P.C. (“ISP”) (via video/telephone conference)
Leigh Dufresne; BrightView Landscaping
Taylor Goertz; IMEG Corp. (“IMEG”)
J.C. Chambers and Matt Mundy; MPM Recreation
Tanya and Todd Harrington; Residents

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 8:34 a.m. by Director Tucker.

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: Tanya and Todd Harrington, residents, inquired about changing the hours of use for the pickleball courts and pools. Discussion ensued and the Board determined to solicit additional feedback from stakeholders.

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CONSENT AGENDA

June 8, 2022 Agenda

Minutes from May 11, 2022 Regular Board Meeting and May 19, 2022 Special Board Meeting

Ms. Denslow reviewed the Consent Agenda with the Board. Following discussion, upon a motion duly made by Director Tucker, seconded by Director Dodds and, upon vote, unanimously carried, the Board added Gate Discussion under Director Matters of the agenda. Following review, upon a motion duly made by Director Griffin, seconded by Director Tucker and, upon vote, unanimously carried, the Board approved the Consent Agenda, as amended.

ENGINEERING MATTERS

2022 Intersection Improvements Plan: Mr. Goertz provided an update to the Board regarding the Intersection Improvements Plan, noting that the bid will be opening June 23, 2022 for a future project. The notice of award is anticipated by the July Board meeting with an anticipated project start date in late July.

Brick Wall Assessment Recommendations: Mr. Goertz provided an update to the Board regarding the brick wall assessment, noting that a consultant has started an assessment regarding the sagging. Following discussion, upon a motion duly made by Director Dodds, seconded by Director Griffin and, upon vote, unanimously carried, the Board directed consultants to solicit a proposal to conduct a District-wide survey including fencing, sidewalks and all public improvements. The Board directed legal counsel to research District-wide easements for fence maintenance and associated legal costs. The Board further directed IMEG to solicit a proposal for wall assessments along Heritage Hills Parkway.

2022 Concrete Replacement and Overlay Program: Mr. Goertz provided an update to the Board regarding the Concrete Replacement and Overlay Program, noting that the project is complete with only retainage payment outstanding. The Board directed Chavez Services to research clean up strategies.

Other: None.

LANDSCAPING MATTERS

Updates: Ms. Dufresne reviewed the BrightView report with the Board. Following discussion, upon a motion duly made by Director Griffin, seconded by Director Tucker and, upon vote, unanimously carried, the Board approved the BrightView proposal for tree removals and replacements in the amount of \$13,926.00, as presented.

Ms. Dufresne reviewed the testing of organic pesticides throughout the District and informed the Board that organic products were not effective.

Proposals, if any:

BrightView Proposal for Tree Care 2022: The Board tabled action on this proposal until next month. Following discussion, upon a motion duly made

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by Director Tucker, seconded by Director Seales and, upon vote, unanimously carried, the Board approved spot spraying for weeds once per month with continued testing of organic products.

FINANCIAL MATTERS

Interim Claims: Ms. Denslow 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 in the amount of \$198,128.24, as presented.

Other: None.

LEGAL MATTERS

Executive session, pursuant to C.R.S., Sections 24-6-402(4)(b) and 24-6-402(4)(e) for the purpose of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiation, developing strategy for negotiations, and instructing negotiators regarding (1) Heritage Hills community asset ownership and maintenance; (2) Heritage Hill HOA easement amendments; and (3) reserve study contracting: An Executive Session was not taken.

Amendment of Easement with Heritage Hills HOA: Following review, upon a motion duly made by Director Seales, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved amending the easement with Heritage Hills HOA, as presented by legal counsel. Director Griffin was absent from the vote.

Wall Maintenance and Easements: This item was previously discussed under Engineering Matters.

Celebrity Homes E. Winding Hill Ave. Oil Spill: Ms. Denslow provided an update to the Board regarding outstanding work that needs to be done prior to closing out their work, noting that she will meet with the Celebrity Homes superintendent and provide an update to the Board at a later Board meeting.

Other: Following discussion, upon a motion duly made by Director Seales, seconded by Director Dodds and, upon vote, unanimously carried, the Board directed legal counsel to send a demand letter to Aspen Reserve Specialties to cancel their contract with the District and return funds.

Ms. Denslow and Attorney Seaver reviewed the median irrigation agreement with the Board. The Board will discuss the agreement at the July regular Board meeting.

MANAGER MATTERS

Pool Update: Mr. Mundy and Mr. Chambers provided an update to the Board regarding the 2022 pool season, noting the updates to staffing, improvements to the pool area and equipment. Following discussion, upon a motion duly made

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by Director Tucker, seconded by Director Seales and, upon vote, unanimously carried, the Board directed staff to modify the District's contract with MPM Recreation to be consistent with hours of use for both pools, subject to final approval by Directors Tucker and Seales.

2022 Communications Plan: This item was discussed below.

Engagement of Axiom of Purpose for Communication Services: Director Griffin reviewed the proposal with the Board. Following discussion, upon a motion duly made by Director Griffin, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the engagement of CLA to build and host a website in an amount not to exceed \$750.00, excluding the purchases of hosting and/or domain.

Newsletter Content: Following discussion, the Board will provide feedback to CLA for newsletter content. It was noted that CLA will coordinate a newsletter prior to the July 3, 2022 event.

Other: None.

DIRECTOR MATTERS


Gate Discussion: Director Seales inquired about former decisions of the Board and legal direction regarding gates. It was noted that Directors Tucker and Seales will meet with gate vendors and solicit a proposal to present to the Board.

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 11:33 a.m. by Director Tucker.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting