

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
HERITAGE HILLS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JANUARY 12, 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, January 12, 2022, at 12:30 p.m. Via Microsoft Teams.

ATTENDANCE

Directors In Attendance Were:

Joyce Lew, President
Ann Hargett, Secretary/Treasurer
Brent Bailey, Assistant Secretary
Darron Tucker, Assistant Secretary
Christine Biernat, Assistant Secretary

Also In Attendance Were:

Denise Denslow and Jenny Hackelman; CliftonLarsonAllen LLP (“CLA”)
Tamara Seaver; Icenogle Seaver Pogue, P.C. (“ISP”)
Leigh Dufresne; BrightView Landscaping
Rick Rome and Taylor Goertz; IMEG Corp. (“IMEG”)
Miguel Lara; Lift Master
Rick Fish; Doors West Inc.

CALL TO ORDER

The meeting was called to order at 12:31 p.m. by Ms. Denslow.

DECLARATION OF QUORUM / DIRECTOR QUALIFICATIONS / DISCLOSURE OF CONFLICTS

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.

PUBLIC COMMENT

None.

CONSENT AGENDA

January 11, 2022 Agenda **Approval of Minutes from December 8, 2021 Board Meeting** **TCW Agency Fee Agreement**

Ms. Denslow reviewed the Consent Agenda with the Board. Following review and discussion, upon a motion duly made by Director Lew, seconded by Director

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Hargett and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

Miguel Lara from Lift Master and Rick Fish from Doors West Inc. presented on guest management software. The Board discussed challenges with the current guest management software and shared what features they were looking for in a future system. Mr. Lara and Mr. Fish shared their estimated costs for an updated system. The Board discussed moving forward on both gates after Mr. Lara and Mr. Smith have investigated the current issues.

ENGINEERING ITEMS

2022 Overlay and Concrete Replacement: Mr. Rome presented the overlay and concrete replacement to the Board.

2022 Intersection Improvements: Mr. Rome discussed the 2022 intersection improvements with the Board.

2021 Project Closeout Updates: Mr. Rome discussed the 2021 project closeouts with the Board.

LANDSCAPING ITEMS

Updates: Ms. Dufresne provided an update for the Board.

Proposals, if any:

2022 Annual Color Planting Proposal in the Amount of \$26,609.98: This item was tabled until the next meeting.

Proposed Entrance Design Concepts: This item was table until the next meeting.

Removal of Holiday Décor and Proper Storage Proposal in the Amount of \$14,200: Following review, upon a motion duly made by Director Biernat, seconded by Director Tucker and, upon vote, unanimously carried, the Board approved the Removal of the Holiday Décor and Proper Storage Proposal in the Amount of \$14,200.00.

FINANCIAL ITEMS

Interim Claims: Ms. Denslow reviewed the Interim Claims with the Board. Following review, upon a motion duly made by Director Bailey, seconded by Director Tucker and, upon vote, unanimously carried, the Board approved the interim claims in the amount of \$400,780.17.

Cash Position Report: Ms. Denslow reviewed the Cash Position Report with the Board. Following review, upon a motion duly made by Director Hargett, seconded by Director Bailey and, upon vote, unanimously carried, the Board accepted the Cash Position Report, as presented.

Other: None.

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LEGAL ITEMS

Executive session, pursuant to C.R.S., Section 24-6-402(4)(b) and Section 24-6-402(4)(e) for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations related to public relations matters and potential consultants: An Executive Session was not taken.

Consider Election of Officers: Attorney Seaver shared the current slate of officers. Following review, upon a motion duly made by Director Tucker, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved maintaining the current slate of officers.

Annual Resolution:

Regular Meeting Date/Location: Following review, upon a motion duly made by Director Lew, seconded by Director Biernat and, upon vote, unanimously carried, the Board approved the Annual Resolution, as presented. The Board will meet the second Wednesday of the month at 12:30 at the Heritage Hills Clubhouse.

2022 Election Resolution: Following review, upon a motion duly made by Director Tucker, seconded by Director Lew and, upon vote, unanimously carried, the Board approved the 2022 Election Resolution, as presented.

Other: None.

MANAGER ITEMS

Clubhouse Replaster Proposal from High Country Pools & Spas in the Amount of \$120,291.88: The Board discussed the proposal. Following discussion and review, upon a motion duly made by Director Lew, seconded by Director Biernat and, upon vote, unanimously carried, the Board approved the Clubhouse Replaster Proposal from High Country Pools & Spas in the Amount of \$120,291.88.

MPM Recreation Pool Management Services Proposal: Attorney Seaver presented the proposal for Pool Management Services, specifically the standard operating hours to the Board. Following discussion and review, upon a motion duly made by Director Lew, seconded by Director Biernat, the Board approved the MPM Recreation Pool Management Services Proposal. Director Tucker was opposed.

Other: None.

DIRECTOR ITEMS

Gate Alternatives: This item was discussed during the Consent Agenda.

Other: Director Lew asked for a status update on the reserve study. Ms. Denslow reported that ARS is behind on reserve studies due to staffing

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complications.

Director Lew asked for an update on ventilation in the pool houses.

Director Bailey noted there were resident concerns of not adequate snow removal during the recent winter storms.

NEXT REGULAR MEETING

The next regular Board meeting is scheduled for February 9, 2022 at 12:30 p.m. at the Heritage Hills Clubhouse.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 2:03 p.m.

Respectfully submitted,

DocuSigned by:

Ann Hargett

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Secretary for the Meeting