

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
HERITAGE HILLS METROPOLITAN DISTRICT (THE "DISTRICT")
HELD
NOVEMBER 10, 2021

A regular meeting of the Board of Directors of the Heritage Hills Metropolitan District (referred to hereafter as the "Board") was convened on Wednesday, November 10, 2021, at 12:30 p.m. at the Heritage Hills Clubhouse, 9201 South Heritage Hills Parkway, Lone Tree, Colorado 80124.

ATTENDANCE

Directors In Attendance Were:

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

The absence of Director Darron Tucker was noted and excused.

Also In Attendance Were:

Denise Denslow, Nic Carlson, Ashley Heidt, Katherine Suhanyi and Nancy Bach; CliftonLarsonAllen LLP ("CLA")
Tamara Seaver; Icenogle Seaver Pogue, P.C. ("ISP")
Rick Rome and Taylor Goertz; IMEG Corp. ("IMEG")
Brad Dodds; Public

CALL TO ORDER

The meeting was called to order at 12:32 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

Mr. Dodds inquired about meeting minutes, snow removal and the entrance gates.

CONSENT AGENDA

November 10, 2021 Agenda
Approval of Minutes from October 9, 2021, October 13, 2021 and October 22, 2021 Special Meetings
BrightView Proposal for Trenching for Electric in the Amount of \$5,688.46

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BrightView Proposal for Additional Holiday Lighting in the Amount of \$1,508.50
2022 Insurance Renewal

Ms. Denslow reviewed the Consent Agenda with the Board. Following review and discussion, upon a motion duly made by Director Bailey, seconded by Director Hargett and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

ENGINEERING
ITEMS

Heritage Hills Parkway / Star Hill Circle Intersection Improvements: Mr. Rome provided an update to the Board regarding the Heritage Hills Parkway and Star Hill Circle intersection improvements, noting that the project has been completed.

Pedestrian Crossing Improvements: Mr. Goertz reviewed two proposals with the Board. Following review and discussion, upon a motion duly made by Director Bailey, seconded by Director Hargett and, upon vote, unanimously carried, the Board approved the design work in substantive form, subject to contract formatting updates to the District's legal formatting.

Hillside Overlay Project: Mr. Rome provided an update to the Board regarding the Hillside Overlay project, noting the project has been completed.

IMEG Proposal for Inlet Repair of Aspen Hill Place: Mr. Rome reviewed the proposal with the Board and noted that funds are available for the project in the contingency fund. Following review and discussion, upon a motion duly made by Director Bailey, seconded by Director Lew and, upon vote, unanimously carried, the Board approved the IMEG Proposal for Inlet Repair of Aspen Hill Place.

Pothole Repairs: Mr. Rome provided an update for the Board regarding pothole repairs, noting that the project is complete.

2022 Proposals: Mr. Rome reviewed and discussed the two proposals with the Board. Discussion ensued. It was noted that IMEG will review and return to the December meeting with revised proposals.

Engagement of On-Call Contractor Service: Mr. Rome reviewed the on-call Contractor Service with the Board. Following discussion, this item was deferred until a later Board meeting.

LANDSCAPING
ITEMS

Updates: There was no BrightView representative present at the meeting. The Board requested that BrightView clean up the berries on sidewalks throughout the District.

Proposals, if any:

First Amendment to Landscape Maintenance and Snow Removal

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Services Contract: Attorney Seaver reviewed the proposal with the Board. She noted that the rates have been updated, the pesticide scope has been removed and the contract end date is set to December 21, 2022. Following review, upon a motion duly made by Director Lew, seconded by Director Hargett and, upon vote, unanimously carried, the Board approved the First Amendment to Landscape Maintenance and Snow Removal Services Contract, as presented.

Proposal to Refresh Woodchips at Playgrounds in the Amount of \$9,479.81: This item was deferred until the April Board meeting.

FINANCIAL ITEMS

September 30, 2021 Financial Statements: Ms. Bach reviewed the Financial Statements with the Board. Following review, upon a motion duly made by Director Bailey, seconded by Director Hargett and, upon vote, unanimously carried, the Board accepted the September 30, 2021 Financial Statements, as presented.

Interim Claims: Ms. Denslow reviewed the Interim Claims with the Board. Following review, upon a motion duly made by Director Hargett, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the interim claims in the amount of \$122,874.85.

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

Public Hearing on Proposed 2022 Budget: Upon a motion duly made by Director Biernat, seconded by Director Bailey, the Board opened the public hearing on the proposed 2022 Budget at 1:07 p.m.

It was noted that Notice stating that the Board would consider adoption of the 2022 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.

Ms. Bach reviewed the draft 2022 Budget and noted the changes since the last draft was sent to the Board.

Following discussion, upon a motion duly made by Director Biernat, seconded by Director Bailey and, upon vote, unanimously carried, the Board closed the public hearing at 1:20 p.m.

Resolution Approving Proposed 2022 Budget, Certification of Mill Levy, and Appropriate Sums of Money: Ms. Denslow reviewed the resolution with the Board. Following review, upon a motion duly made by

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Director Bailey, seconded by Director Hargett and, upon vote, unanimously carried, the Board approved the Resolution Approving Proposed 2022 Budget, Certification of Mill Levy, and Appropriate Sums of Money, as presented.

Engagement with Wipfli LLP for 2021 Audit: Following review, upon a motion duly made by Director Lew, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the engagement with Wipfli LLP for 2021 Audit Services in an amount not to exceed \$4,000, subject to general counsel approval.

Other: None.

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: Upon a motion duly made by Director Bailey, seconded by Director Biernat and, upon vote, unanimously carried, the Board entered into an Executive Session at 1:25 p.m.

Upon a motion duly made by Director Bailey, seconded by Director Lew and, upon vote, unanimously carried, the Board exited the executive session at 2:22 p.m.

Retention of Public Relations Specialist- Angela Casias at JPW Communications: This item was deferred.

Engagement of Icenogle Seaver Pogue, P.C. for 2022 Legal Services: Attorney Seaver reviewed the Engagement letter with the Board. Following review, upon a motion duly made by Director Lew, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the Engagement of Icenogle Seaver Pogue, P.C. for 2022 Legal Services, as presented.

Other: None.

MANAGER ITEMS

CliftonLarsonAllen LLP Master Service Agreement and Related Statement(s) of Work: This item was not discussed and was deferred.

Other: None.

DIRECTOR ITEMS

Gate Alternatives: This item was not discussed.

Pool Hours: Following discussion, upon a motion duly made by Director Biernat, seconded by Director Hargett and, upon vote, unanimously carried, the

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Board extended the pool season to add two additional weekends after Labor Day with the pool hours of 10:00 a.m. - 6:00 p.m.

Savatree Proposal: Following review, upon a motion duly made by Director Bailey, seconded by Director Lew and, upon vote, unanimously carried, the Board approved the Savatree proposal, subject to management review of scope and deliverables.

Other: None.

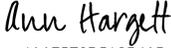
NEXT REGULAR MEETING

The next regular Board meeting is scheduled for December 8, 2021 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 2:57 p.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

Certificate Of Completion

Envelope Id: 5ECF6E4FA3944367A1ED2855A7300F92	Status: Completed
Subject: Please DocuSign: HHMD - 2021-11-10 Regular Meeting Minutes.pdf	
Client Name: Heritage Hills Metro District	
Client Number: 011-030357	
Source Envelope:	
Document Pages: 5	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Natalie.Herschberg@claconnect.com
	IP Address: 165.225.10.148

Record Tracking

Status: Original	Holder: Natalie Herschberg	Location: DocuSign
2/4/2022 4:21:00 PM	Natalie.Herschberg@claconnect.com	

Signer Events

Ann Hargett
 annhargett@gmail.com
 Treasurer
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 1AA75E2D51C64AB...
 Signature Adoption: Pre-selected Style
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Sent: 2/4/2022 4:22:17 PM
 Viewed: 2/5/2022 7:19:08 AM
 Signed: 2/5/2022 7:19:27 AM

Electronic Record and Signature Disclosure:
 Accepted: 2/5/2022 7:19:08 AM
 ID: 05b5ddcb-8247-4577-9ecd-149520e04ed2

In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Agent Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Envelope Sent	Hashed/Encrypted	2/4/2022 4:22:17 PM
Certified Delivered	Security Checked	2/5/2022 7:19:08 AM
Signing Complete	Security Checked	2/5/2022 7:19:27 AM
Completed	Security Checked	2/5/2022 7:19:27 AM

Payment Events	Status	Timestamps
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