

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

HERITAGE TODD CREEK METROPOLITAN DISTRICT

Held: Monday, March 22, 2021 at 1:00 p.m., 8455 Heritage Drive, Thornton, CO 80602 and via Zoom remote teleconference.

Attendance

The regular meeting of the Board of Directors of the Heritage Todd Creek Metropolitan District was called and held as shown above in accordance with the statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve on the Board, were in attendance:

Rod Stone*, President
Phil Anderson*, Vice President
Dan Kettle*, Treasurer
Paul Ozanich*, Secretary

Absent: Karl Wilmes (absence excused).

Also in attendance were Cameron J. Richards, Seter & Vander Wall, P.C.; Diane Wheeler**, Simmons & Wheeler, P.C.; Janell Henderson and Jeff Girardeau, CCMC, District Manager; Brandon Collins**, IDES, District Engineer; and members of the public*.

[*Attended via Zoom remote connection.]

[**Departed where indicated.]

Call to Order

Director Stone noted a quorum of the Board was in attendance and called the regular meeting of the Board of Directors of the Heritage Todd Creek Metropolitan District to order at 1:03 p.m.

Conflict of Interest / Disclosure Matters

The Board had been previously advised that pursuant to Colorado law certain disclosures by the Board members may be required prior to taking official action at the meeting. Legal counsel advised that written disclosures of the conflicts of interest for each Director had been filed with the Secretary of State prior to the meeting.

No additional conflict disclosures were announced.

RECORD OF PROCEEDINGS

Approval of Agenda The Board reviewed the agenda. The Board determined to add an executive session at the end of the meeting pursuant to § 24-6-402(4)(e), C.R.S., to discuss matters that may be subject to negotiation, related to the request for proposals for community management services. The revised agenda was approved upon motion duly made, seconded and unanimously carried.

Approval of Minutes The Board reviewed the draft minutes of the January 25, 2021 regular meeting. Upon motion duly made, seconded and unanimously carried, the January 25, 2021 minutes were approved as presented.

Public Comment There was no public comment offered at this time.

Financial Matters Ms. Wheeler reported that quarterly financials were not prepared, as 9 days remain in the quarter. The Board discussed and expressed its desire to have a bi-monthly financial report prepared for presentation at each meeting, rather than quarterly, and directed Ms. Wheeler to prepare financial reports for each meeting going forward.

Ms. Wheeler noted that the presented claims had been processed through Bill.com; the claims for payment total \$29,995.66. The Board approved the submitted claims for payment upon motion duly made, seconded and unanimously carried.

Ms. Wheeler reported that Key Bank has presented accounting and financial services that it can offer the District. Ms. Wheeler will present services that may be of value for future consideration.

Director Anderson noted he was following up with D.A. Davidson regarding possible refinance of the District's subordinate bonds. It is unknown if these can be refinanced on terms that will yield savings to the District. Currently, the subordinate bonds are scheduled to be repaid in approximately 2028. He will report back to the Board.

[**Ms. Wheeler departed at this time.]

Committee Reports

- Engineering

Director Anderson asked Brandon Collins, IDES, to present the

{00527744}

RECORD OF PROCEEDINGS

Committee

Engineering Committee report.

Mr. Collins reported that he had inspected the home where separation between the sidewalk and the driveway is occurring. It appeared to Mr. Collins the source of the gap is the driveway heaving. The homeowner has been advised to discuss the issue with the developer.

There was no new information on street acceptance.

Mr. Collins reported a walk-through of the community with Martin Marietta will be performed in the coming weeks to review last year's repairs for warranty work and identify issues for 2021 street repairs.

Director Stone reported the cul-de-sac on East 150th Place is exhibiting some cracking near the site of a previous repair. He is concerned snow storage and resulting runoff is exacerbating the issue. Mr. Collins recommended contacting the contractor to see if the work is still under warranty. Otherwise, Mr. Collins will look at it as part of the 2021 repairs.

Director Stone discussed the Willow Street bridge. The developer has indicated that the bridge has been inspected by the City and that documentation to reflect that it is in good condition will be provided. This documentation will be reviewed as part of the dedication and acceptance process.

Work on securing the south construction entrance continues. Lennar is proposing a gate to secure the construction access; however, the District would like to see some gate or similar barrier across the access easement to the old oil and gas site. Legal counsel will look into permissible options for this area, or if the easement is still valid following the plugging of the old oil well.

Lennar is installing a new perimeter trail from Hwy 7 south behind the home lots to be constructed. The District is following up to determine what security or fencing may be installed as part of this project.

Landscape Committee

Director Stone presented the landscape committee report.

A rock pier has been installed at the north construction entrance along Yosemite. Director Stone asked the developer to install a

RECORD OF PROCEEDINGS

second rock pier so that the gate appears balanced. The developer has agreed to do this.

Landscape plans for Amendment 14 and 16 have been provided. There are fewer landscaping tracts in this area of the District, but the committee is working to ensure the tracts are consistent with those present throughout the community.

Director Stone noted that the 2021 budget did not include a line item for the rehabilitation of existing and accepted landscaping. However, he is recommending two proposals from Brightview. The first is to add soil to tree wells along Heritage Drive to bring these up to sidewalk grade. Mulch is not favored for this purpose as it washes away easily. The Brightview quote for the work is \$6,831.43.

There are several beds that need mulch replaced around the Yosemite gate and in Heritage Circle. Brightview has quoted \$10,910.70 for this work. Brightview is also replacing irrigation boxes and lids at its cost.

The Board discussed the budget and noted that there is some contingency money for special projects. The Board discussed the need to be cautious about expending more than budgeted on line items, but agreed it is important to keep the community looking nice. Upon motion duly made, seconded and unanimously carried, the Board approved both Brightview proposals for an amount not to exceed \$17,742.13.

Director Stone introduced Jeff Girardeau of CCMC. He is a new vice-president and will be working with Ms. Henderson to service the Heritage Todd Creek community.

[**Mr. Collins departed at this time]

- Budget Committee The budget committee did not have anything to report at this time.
- Entrance Gate Committee Director Kettle and Director Stone discussed the formation of an entrance gate committee and presented an establishing resolution. Director Kettle will head the committee and has had four interested residents step forward to serve on the committee. The committee will be tasked with evaluating options to ensure the community gates function in a way that protects community

RECORD OF PROCEEDINGS

safety and complies with the District's legal requirements and does not interfere with golf course operations. Upon motion duly made, seconded and unanimously carried, the Board approved the resolution establishing the committee. The Committee will follow up with Ms. Henderson and the District's gate service provider to discuss software and hardware upgrades that may address some community concerns.

The Board discussed recent issues at the Quebec gate and with the Ehler pedestrian gate. Apparently, the CenturyLink line connecting the communication box was cut. It is unclear how this occurred. The Ehler pedestrian gate needs to be replaced. Bids are being obtained and will be discussed when presented.

Manager's Report

Ms. Henderson presented the manager's report. A written report was provided. Spring landscaping and cleanup work is underway. Some native seeding was completed before the recent snowstorm. Ms. Henderson continues to monitor the landscaping that was impacted by construction at the intersection of Yosemite and Highway 7. Taddiken Tree Company is in the community pruning trees and doing soil nutrient injections as required by its contract. Staff is working to clear out old gate codes and duplicate codes from the system. Residents will no longer be able to select a code, but will be provided a code to make future management of the codes easier. A dog waste station will be installed on Roslyn Street, a popular area with no other dog waste stations nearby. The golf course owner has approved the installation. The Board approved the expenditure by motion, second and unanimous consent.

Director Stone asked Ms. Henderson to have the speed signs checked for proper functioning. Additionally, the District is in the last year of its contract with Brightview and Director Stone requested management's assistance with preparing a new request for proposal.

Legal Status Report

Mr. Richards presented the legal status report. A written report was provided.

Mr. Richards reviewed the draft resolutions concerning private work in the District-owned right-of-way and concerning the installation of chase drains. Both resolutions have been sent to the City of Thornton public works department for comment with its permitting process. Shortly before the meeting, the City

RECORD OF PROCEEDINGS

asked for more time to review the resolutions and provide comment. The Board discussed the resolutions and will take these up at their next meeting.

Mr. Richards reviewed four petitions for exclusion from the Todd Creek Village Park and Recreation District. Four tracts of District-owned land still show as being a part of the boundaries of the Park and Recreation District. The Park and Recreation District has offered to exclude the property if the District submits its petitions for exclusion. The Board reviewed the petitions for exclusion for Heritage Todd Creek Filing 1, Amendment No. 13, Tract 13A; Filing 1, Amendment No. 13, Tract S13-1; Filing 2, Tract C; and Filing 2, Amendment 1, Tract A. Upon motion made, seconded and unanimously carried, the Board approved signing the petitions for exclusion and directed they be returned to Todd Creek Village Park and Recreation District.

Old Business

Director Kettle reviewed the reserve study the District had recently completed. The reserve study is a planning tool to help guide District budgeting. The Board discussed various elements of the reserve study and how it may impact future decisions. Upon motion made, seconded and unanimously carried the Board accepted the final version of the reserve study, dated March 2, 2021.

Director Anderson reviewed recent conversations with the Master Homeowners Association related to the request for proposals for community management services. Two bids had been submitted; one from the current contractor, CCMC, and one from Advance HOA. The Board will discuss more in executive session. Interviews with the candidates are expected to be held in early April.

New Business

No new business was raised at this time.

Public Comment

Resident John Bales inquired about street repairs around Quince and Roslyn. The Board identified this area as being in Amendment 10 and not yet being accepted by the District. Mr. Bales reported a crack in the asphalt has developed and suggested the District let the developer know to take a look.

Executive Session

Director Stone reported the agenda called for an executive

RECORD OF PROCEEDINGS

session pursuant to § 24-6-402(4)(e), C.R.S. to discuss matters that may be subject to negotiation and provide instructions to negotiators concerning the community management request for proposal responses. Upon motion duly made, seconded and unanimously carried, the Board entered into executive session at 3:06 p.m.

[** Ms. Henderson, Mr. Giradeau and all members of the public departed at this time.]

At 4:04 p.m. the Board reconvened in public session. Director Stone reported the Board had been in executive session pursuant to § 24-6-402(4)(e), C.R.S. to discuss matters that may be subject to negotiation and provide instructions to negotiators concerning the community management request for proposal responses. The Board did not adopt any policy, position, resolution, rule, regulation or take any formal action during executive session.

The Board directed Directors Anderson and Ozanich to proceed with discussions related to the community management responses to request for proposals as discussed.

Adjournment

The next regular meeting of the Board of Directors is scheduled for Monday, May 24, 2021, at 1:00 p.m.

The meeting was adjourned at approximately 4:06 p.m.



Secretary for the Meeting