

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

SPRUCE MEADOWS METROPOLITAN DISTRICT

Held: Thursday, March 4, 2021 at 3:00 p.m., via teleconference.

*Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Public Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.*

Attendance

The Special meeting of the Board of Directors of Spruce Meadows Metropolitan District was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Scott Hasday, President  
Todd Maul, Secretary  
Bridger Jensen

Director John Wahl and Director Cayle Townsend were absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were William P. Ankele Jr., Esq., Laura S. Heinrich, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; and Cindy Combs, Robin Bacon, Vista Management Associates, Inc.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present and the meeting was called to order.

Conflict of Interest Disclosures

Mr. Ankele advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Ankele inquired into whether

members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Mr. Ankele presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Consider Approval of November 10, 2020 Special Meeting Minutes

Mr. Ankele presented the November 10, 2020 Special Meeting Minutes to the Board. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

Public Comment

None.

Legal Matters

Consider Adoption of Resolution of the BOD Designating the District's 24-Hour Posting Location

Mr. Ankele presented the Resolution of the Board of Directors Designating the District's 24-Hour Posting Location to the Board. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Director Matters

General Discussion Regarding Pond E

The Board engaged in a general discussion regarding Pond E and drainage issues. Ms. Combs advised the Board of her specific concerns regarding the pond, including maintaining the volume of the pond and meeting other requirements that may exist for the pond. It was determined that an inspection should be completed in the spring.

The Board directed staff to provide a letter to the homeowner regarding the drainage concerns. Ms. Combs will prepare the letter and Mr. Ankele will review, revise as necessary, and add a paragraph regarding promissory estoppel. The Board will approve the letter prior to it being sent. The letter will inform the homeowner that there is no established right for the homeowner to divert water into the pond and that the District is gratuitously allowing the homeowner to do so.

Executive Session Pursuant to §§24-6-402(4)(b) and (e), C.R.S., to receive legal advice and to determine positions relative to matters that are subject to

An Executive Session was not needed.

negotiation related to Pond  
E

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*Todd A Maul*

[Todd A Maul \(Jan 10, 2022 10:46 MST\)](#)

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Secretary for the Meeting

The foregoing minutes were approved on the 10<sup>th</sup> day of November, 2021.