

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF

SPRUCE MEADOWS METROPOLITAN DISTRICT

Held: Tuesday, May 10, 2022 at 1:00 p.m., at 8700 Turnpike Drive, Suite 230, Westminster, Colorado and via teleconference.

Attendance

The regular 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, having confirmed their qualifications to serve, were in attendance:

Scott Hasday, President
Todd Maul, Secretary
John Wahl, Treasurer
Cayle Townsend, Assistant Secretary

Also present were: Heather L. Hartung, Esq., White Bear Ankele Tanaka & Waldron, General Counsel to the District; Cindy Combs, Vista Management Associates, Inc., District Manager; and members of the public.

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

Ms. Hartung advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Hartung 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. Ms. Hartung 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

Ms. Combs 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 amended.

Public Comment

None.

Consent Agenda

Ms. Combs provided the items on the consent agenda to the Board. Ms. Combs advised that any item can be removed from the consent agenda to the regular agenda upon a request from any director. No items were requested to be moved from the consent agenda. Upon motion duly made and seconded, the Board unanimously approved the following consent agenda items:

- November 10, 2021 Special Meeting Minutes
- Ratification of Temporary Construction Easement Agreement between the District and Schoenfield for Drainage Improvements
- Ratification of Resolution Designating the Location of Regular Meetings of the Board of Directors
- Ratification of 2021 Audit Exemption Application

Manager's Matters

Discuss Sprinkler System and Watering Matters

The Board discussed the plan to change the Zuni area to native grass on both sides of the sidewalk in order to reduce water bills, and damage to the irrigation lines from large vehicles using the ROW. The plan includes utilizing native seed on top of the existing sod and, once completed, the sprinklers in that area will be turned off. Director Hasday discussed an email from a neighboring resident who is demanding payment from the District to fix the City's water problem. Director Hasday to obtain bids for placing native grass in the area, in addition to obtaining a time frame on how long it will take for the native grass to be fully implemented and the possibility of adding boulders to the area.

Discuss Ditch Modification and Recommended Correction on Prairie Place

The Board engaged in a discussion regarding drainage issues associated with Prairie Place. Director Hasday reported that the ditch area on Prairie Place was dry and clean today. Ms. Combs discussed drainage and sump pumps, as well as issues with owners dumping into the ditch areas. Ms. Hartung recommended that the Board consider hiring special counsel for water matters; however, the Board was not interested in pursuing that option at this time. Ms. Hartung will review the drainage issue and report back to the Board.

Discuss Berm Modifications and Recommended Correction

The Board engaged in a discussion regarding the ongoing drainage issues relating to the berm, ponds and roadside ditches. Currently, Ms. Combs is working on the berm Certification that is due this year, although it has not yet been scheduled.

Discuss Atwell Engineering and Engagement of Special Counsel for Water Matters

Following discussion, it was determined that Ms. Combs will contact Atwell to certify berms and obtain the topography of the easement. Ms. Combs will also provide notice to owners before the topography survey is set to begin.

Discuss Additional Meetings with City of Broomfield Regarding Drainage

Discussion ensued regarding a City of Broomfield meeting to discuss the neighborhood drainage issues that had been held. There will be further meetings to define the problems and potential solutions, although there are no meetings scheduled at the present time.

Other Manager Matters

None.

Legal Matters

Discuss Status of Development of District's Website and Proposal from Heatherly Creative

Ms. Hartung presented the Board with the Heatherly Creative proposal for website development. Following discussion, the Board agreed to move forward with Heatherly Creative and selected the least expensive option in the proposal.

Following discussion, upon a motion duly made and seconded, the Board unanimously approved proceeding with the Heatherly Creative proposal for creation of the District's website.

Discuss Final Reclamation Variance Request from Extraction Oil & Gas, Inc.

Director Hasday provided the Board with the response from Extraction Oil & Gas, Inc. regarding reclamation. Director Hasday will obtain an estimate for irrigation, as the Board would like to look at the potential cost for irrigation services. It was noted that the Association would be responsible for paying and contracting with the vendor, based upon the Joint Power Agreement between the District and the Association.

Financial Matters

None.

Other Business

Director Hasday discussed dead trees on owners' properties and dead trees on District-owned property.

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 (Nov 26, 2022 10:29 MST)

Secretary for the Meeting

The foregoing minutes were approved on the 8th day of November, 2022.