

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF

ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 1
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 2
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 3
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 4

HELD
November 13, 2019

The Combined Regular Meeting of the Boards of Directors (collectively, "Boards") of St. Vrain Lakes Metropolitan District No. 1, St. Vrain Lakes Metropolitan District No. 2, St. Vrain Lakes Metropolitan District No. 3, and St. Vrain Lakes Metropolitan District No. 4 (collectively, "Districts") was held at The Cove, 12636 Lake Terrace, Firestone, Colorado at 5:30 p.m. on Wednesday, November 13, 2019. Notice of the Combined Meeting was duly posted.

ATTENDANCE

Directors in Attendance:

Shannon Robbins, President (Nos. 1-4)
Neil Simpson, Assistant Secretary (Nos. 1-4)
David Carro, Assistant Secretary (Nos. 1-4)
Chris Petro, Assistant Secretary (Nos. 1, 3 & 4)
Peter Cobb, Assistant Secretary (No. 2)

Directors Absent but Excused:

Ashley Taruffelli, Secretary/Treasurer (Nos. 1-4)

Also in Attendance:

Please see the St. Vrain residents sign in sheet attached as Exhibit A.
Lisa Albers; Brookfield Residential.
Molly Janzen, Crystal Clemens, Chelsey Green, Jason Woolard, Carol VanBeber, Doug Campbell and Ron Angle; Pinnacle Consulting Group, Inc.
Eve Grina, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

CALL TO ORDER

The Combined Regular Meeting of the Boards was called to order at 5:34 p.m. by Ms. Green, noting that a quorum was present for each of the Boards. Each of the Directors confirmed their qualifications to serve on the Boards. Ms. Green also confirmed that prior to the meeting each of the Directors had been notified of the meeting.

COMBINED MEETINGS

The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted herein, all official actions reflected in these minutes shall be

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deemed to be actions of all of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

CONFLICTS OF INTEREST DISCLOSURE

Ms. Grina noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as all Board Members are employees of Brookfield Residential, which is associated with the primary landowner and developer of land within the Districts. Ms. Grina advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made, stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Board to act.

APPROVAL OF AGENDA

The Boards considered the approval of the agenda, with the addition of V. K. Consider Approval of Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims to increase the authorization for approval by the District Manager to \$25,000 and VI. D. Consider Renewal of Amenity Fees. Upon a motion duly made by Director Petro, seconded by Director Carro, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended.

PUBLIC COMMENT

Two residents provided comments regarding lake use and landscaping.

APPROVAL OF MINUTES

The Boards reviewed the August 14, 2019 regular meeting minutes, August 27, 2019 special meeting minutes and September 26, 2019 special meeting minutes of the Boards of Directors. Following review and discussion, upon a motion duly made by Director Petro, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the August 14, 2019 regular meeting minutes, August 27, 2019 special meeting minutes and September 26, 2019 special meeting minutes, as presented.

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Ratification of payment of claims: Ms. Janzen reviewed with the Boards the payables listing dated August 2, 2019 through November 8, 2019 totaling \$434,900.71. Upon motion duly made by Director Petro, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to ratify the payment of claims for the period ending November 8, 2019.

FINANCIAL MATTERS

Unaudited Financial Statements: Ms. Janzen reviewed with the Boards the unaudited Financial Statements for the period ending September 30, 2019 and the cash position statement for the period ending October 31, 2019 and answered questions. Upon motion duly made by Director Petro, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the unaudited Financial Statements for the period ending September 30, 2019 and the cash position statement for the period ending October 31, 2019.

2019 AMENDED BUDGET HEARING

Ms. Green opened the 2019 Budget Amendment Hearing for St. Vrain Lakes Metropolitan Districts Nos. 1-4 at 6:58 p.m. Ms. Green reported that notice of the budget hearings had been published on November 8, 2019 in accordance with state budget law. Ms. Janzen reviewed the proposed amended budgets and answered questions. The 2019 budget is to be amended as follows:

District No. 2:
Capital Projects Fund: \$ 32,200

There being no public input, the public portion of the budget hearing was closed at 7:00 p.m. After further review and discussion, and upon motion duly made by Director Petro, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution to Adopt the Amended 2019 Capital Projects Fund budget for St. Vrain Lakes Metropolitan District No. 2 and appropriate budgeted funds.

2020 PROPOSED BUDGET HEARING

Ms. Green opened the 2020 Budget Hearing for St. Vrain Lakes Metropolitan Districts Nos. 1-4 at 7:01 p.m. Ms. Green reported that notice of the budget hearings had been published on November 8, 2019 in accordance with state budget law. Ms. Janzen reviewed the budgets in detail, and answered questions pertaining to the mill levy and estimated revenues and expenditures. The budgets by District and fund expenditures are as follows.

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District No. 1, Service District:
Mill levy is 72.363 mills.
General Fund Expenditures: \$1,662,731
Capital Fund Expenditures: \$16,113,000

District No. 2
Mill levy is 72.363 mills.
General Fund Expenditures: \$200,221
Debt Service Fund Expenditures: \$1,681,177
Capital Fund Expenditures: \$0

District No. 3,
Mill levy is 72.363 mills.
General Fund Expenditures: \$43,844
Debt Service Fund Expenditures: \$140,313

District No. 4,
Mill levy is 72.363 mills.
General Fund Expenditures: \$24,004
Debt Service Fund Expenditures: \$76,678

PUBLIC COMMENT

- William and Trista Riley, 12581 Eagle River Road: Posed questions regarding the decision not to increase the Development Fee and the increased cost of landscape maintenance set forth in the 2020 budget.
- Brenden Hoglund, 12601 Eagle River Road: Requested additional information regarding the cost of establishing the native grass areas and requested the scope of work for such services.
- Jarrus Steele, 4554 Colorado River Drive: Inquired as to the rationale supporting the 38% increase in quarterly fees, suggested finding reductions in costs for the Cove, lifeguards, snack shack, etc., and expressed concern that there would be no recourse for residents to pursue reducing the fees after the Boards voted at the meeting..
- Brandon Monaghan, 12689 Sunset Drive: Expressed concerns that fees would increase again in the future if the services offered at the Cove do not produce revenues as anticipated in the budget, commented that he believed he had been misled about the costs of living in the District during his home purchase process, and requested that the fee increase be postponed..
- Morgan and Ross Caubarreaux, 4701 Colorado River Drive: Posed questions regarding snow removal responsibilities and levels of service covered in the budgeted cost.
- Brandon Hyslop, 12817 Park Creek Way: Posed questions regarding the five-year forecast, when revenues might permit a reduction in fees in the future and whether the cost of running the Cove was unreasonably higher than the cost of running similar recreation centers in the area, recommended finding cost savings at the Cove.

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- Paul Adams, 12654 Stone Creek Court: Requested clarification regarding maintenance responsibilities for the playgrounds, commented that the cost of playground maintenance, holiday lighting and Pinnacle's fees were high.
- Juan Parra, 12800 Clearview: Commented that he believed he had been misled about the costs of living in the District during his home purchase process by his builder, believed it was disingenuous to raise quarterly fees without raising the Development Fee, and requested that the fee increase be postponed until more residents were on the Boards of Directors.
- Raymond and Dawn Watkins, 4644 Colorado River Drive: Requested more transparency from Directors and Pinnacle and that the residents have more involvement in the budgeting decisions.
- Resident of 1265 Stone Creek Court: requested clarification of figures on balance sheet #1.
- Brent and Danica Cale, 12635 Stone Creek Court: Requested clarification regarding trash and pet clean-up costs, watercraft purchase and maintenance expenditures, and the budgeted amount for SUA repairs.

The public hearing portion of the budget was closed at 8:14 p.m. After further review and discussion, upon motion duly made by Director Petro, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolutions to Adopt the 2020 budgets for St. Vrain Lakes Metropolitan Districts Nos. 1-4, set the mill levies, appropriate budgeted funds upon final certification of value being received by the County of Weld on or before December 15, 2019, and approve all other documents related to the 2020 budgets. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

2020 Schedule of Fees: Ms. Janzen reviewed with the Boards the 2020 Schedule of Fees, noting the presented 2020 Schedule of Fees. Following review and discussion on quarterly fees, upon motion duly made by Director Simpson, seconded by Director Petro, and upon vote, unanimously carried, it was

RESOLVED not to increase fees at this time.

2018 Audit: Ms. Janzen informed the Boards the 2018 Audits are complete and filed.

Cost Certification and Bond Report #4. Mr. Woolard reviewed with the Boards the Cost Certification and Bond Report #4 and answered questions.

CAPITAL
INFRASTRUCTURE
ITEMS

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LEGAL MATTERS

Resolution Regarding Acceptance of District Eligible Costs (Costs Certification Report #4): Ms. Grina presented the Resolution Regarding Acceptance of District Eligible Costs (Costs Certification Report #4) to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Carro, seconded by Director Cobb, and upon vote, unanimously carried, it was

RESOLVED to approve Resolution Regarding Acceptance of District Eligible Costs (Costs Certification Report #4)

Acceptance Resolution Pursuant to Infrastructure Acquisition and Reimbursement Agreement for Filing 1 Alleys: Ms. Grina presented the Acceptance Resolution Pursuant to Infrastructure Acquisition and Reimbursement Agreement for Filing 1 Alleys to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Simpson, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to adopt the Acceptance Resolution Pursuant to Infrastructure Acquisition and Reimbursement Agreement for Filing 1 Alleys

Resolution Adopting Federal Grant Management Policies: Ms. Grina presented the Resolution Adopting Federal Grant Management Policies to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Robbins, seconded by Director Cobb, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution Adopting Federal Grant Management Policies.

Resolution Adopting Code of Ethical Conduct for Directors: Ms. Grina presented the Resolution Adopting a Code of Ethical Conduct for Directors to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Robbins, seconded by Director Cobb, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution Adopting a Code of Ethical Conduct for Directors.

Amended and Restated Resolution of the Board of Directors of St. Vrain Lakes Metropolitan District No. 1 Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Document: Ms. Grina presented the Amended and Restated Resolution of the Board of Directors of St. Vrain Lakes Metropolitan District No. 1 Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Document to the Boards for consideration.

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Following review and discussion, upon a motion duly made by Director Robbins, seconded by Director Cobb, and upon vote, unanimously carried, it was

RESOLVED to approve the Restated Resolution of the Board of Directors of St. Vrain Lakes Metropolitan District No. 1 Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Document.

2020 Election Resolution: Ms. Grina presented the 2020 Election Resolution to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Robbins, seconded by Director Cobb, and upon vote, unanimously carried, it was

RESOLVED to approve the 2020 Election Resolution.

Amended and Restated Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges: Ms. Grina presented the Amended and Restated Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Simpson, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to approve the Amended and Restated Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges.

Resolution Adopting Amended and Restated Lake Use Policy: Ms. Grina presented the Resolution Adopting Amended and Restated Lake Use Policy to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Cobb, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution Adopting Amended and Restated Lake Use Policy.

Agreement with Colorado SUP Sports, LLC for Outdoor Recreational Water Programs: Ms. Grina presented the Agreement with Colorado SUP Sports, LLC for Outdoor Recreational Water Programs to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Cobb, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to approve the Agreement with Colorado SUP Sports, LLC for Outdoor Recreational Water Programs, subject to finalization by legal counsel, and further coordination by the District Manager regarding a potential

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resident rental rate or voucher options to be presented to the Boards at the next regular meeting.

Amended and Restated Rules and Regulations for Barefoot Lakes: Ms. Grina presented the Amended and Restated Rules and Regulations for Barefoot Lakes to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Robbins, seconded by Director Cobb, and upon vote, unanimously carried, it was

RESOLVED to approve the Amended and Restated Rules and Regulations for Barefoot Lakes and instructed legal counsel to amend the holiday lighting provisions to allow installation 45 days prior to and after a holiday.

Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims: Ms. Grina presented the Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims, which would increase the District Manager's authorization to approve contracts and claims from \$5,000 to \$25,000, to the Boards for consideration. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Petro, and upon vote, unanimously carried, it was

RESOLVED to approve the Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims.

MANAGEMENT
& OPERATIONAL
MATTERS

Manager's Report: Ms. Green reviewed with the Boards the written Management Report dated November 13, 2019 and answered questions.

2020 Annual Administrative Matters Resolution: Ms. Green presented the 2020 Annual Administrative Matters Resolution to the Boards for consideration. Following review and discussion, upon a motion duly made by Director Cobb, seconded by Director Petro, and upon vote, unanimously carried, it was

RESOLVED to adopt the 2020 Annual Administrative Matters Resolution.

2020 Facilities Operations and Maintenance Independent Contractor Agreements:

1. Environmental Designs Inc.
2. Hydrosystems
3. High Plains Environmental Center
4. Affordable Pest Control

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November 25, 2019
Prepared by: Pinnacle Consulting Group, Inc.

	Address	Name	Email	Phone Number
1.	12501 Southside Dr	Michelle Bause	MUSICALLPENNINE@gmail.com	303-581-7377
2.	4572 N. Bendway	Jennifer Lozasso	jlozasso17@gmail.com	720-862-8888
3.	4561 Prairie River Ct	Jeremy Birmingham		
4.	4633 Colorado River Dr	Jim Ritz	JimRitz@comcast.net	303-725-4274
5.	12881 Parkcreek	Angie Clarkson	acclark@comcast.net	303-250-1998
6.	12581 Eagle River Rd	River Lambert	LEGGERT@COLORADO.EDU	303-419-5806
7.	12601 East River Rd	Brandon Heglund	brandon.heglund@colorado.edu	303-478-5670
8.	4554 Colorado River Dr.	Jannus Steele	Jannus.Steele@gmail.com	720-771-0299
9.	12817 Park Creek Rd	Molly & Brandon Hystop	mhy10p88@gmail.com	281-415-6415
10.	12654 StoneCreek Ct	Jessica Adams	jessica.adams3148@gmail.com	303-668-8986
11.	4536 Colorado River Dr	Kathy & Bryan Diener	KathyDiener@comcast.net	720-822-1558
12.	4579 Colorado River Dr	Daniel Chris Higgins	cmhiggins167@gmail.com	(303) 827-8381
13.	4701 Colorado River	Morgan Cambarneux	mcambarneux@gmail.com	303 720 80235
14.	4689 Colorado River Drive	Mallory Greff	mallory.greff@gmail.com	720-298-5226
15.	4750 Colorado River	Dr Bud & Anne Buleus	Rodstang@gmail.com	303-981-4423
16.	12641 Sandstone Ct	Jennifer & Nick March	JenniferSmiths@gmail.com	720-793-7702

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November 13, 2019
 Prepared by: Vanessa Cappolisa Grum, Inc.

	Address	Name	Email	Phone Number
17.	12635 Stone Creek Ct	Danica Cale	d.cale@attlook.com	720-218-9755
18.	4568 Colorado River Dr	Jessica Guthrie	jessicord@hotmail.com	479 313-3992
19.	4674 N. Bend Ct	Kevin Weyner	knwgs33@gmail.com	
20.	4643 Lakeside Dr	Tyler Thigpen	thig5394@gmail.com	970 887 2178
21.	12440 Sandstone Ct	Brittany Wilcox	bcwilcox.02@gmail.com	303 902-7637
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November 13, 2019
 Prepared by Pinnacle Consulting Group, Inc.

	Address	Name	Email	Phone Number
34.	12808 Clearview St	Carla Fairchild	carlafairchild@gmail.com	
35.	1644 Colorado River Dr	Roy Warkes	Royboab9@yahoo.com	970-805-3954
36.	12866 Park Creek Way	Holly Cairn	hollyrenee.cairn@gmail.com	726-745-9619
37.	4781 Colorado River Dr	Kelsey Linnell	KLinnell@gmail.com	503.419.1297
38.	12659 Stone Creek Ct.	Erin & Phil Woodlyn	erinnwoodlyn@gmail.com	303 564 6549
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Sides

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5. Muttley's Maid
6. CAM Services
7. Solitude Lake Management
8. Colorado SUP Sports
9. All Sweep
10. Black Eagle Fence
11. E3 Signs
12. Rocky Mountain Forest Products
13. SWPPP
14. YMCA of Denver
15. American Mechanical Services
16. ProSec
17. Terminix
18. Stratus Building Solutions

Ms. Green brought to the Boards for approval 2020 Facilities Operations and Maintenance Independent Contractor Agreements. Following review and discussion, upon a motion duly made by Director Simpson, seconded by Director Petro, and upon vote, unanimously carried, it was

RESOLVED to approve the 2020 Facilities Operations and Maintenance Independent Contractor Agreements.

Renewal of Amenity Fees: The Renewal of Amenity Fees was tabled to the February 4, 2020 Board Meeting.

OTHER
MATTERS

There were no items brought before the Boards for consideration.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Petro, seconded by Director Simpson, and upon unanimous vote, the meeting was adjourned at 9:15 p.m.

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

Respectfully submitted,



Carol VanBeber, Recording Secretary for the Meeting