

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF ST. VRAIN LAKES METROPOLITAN DISTRICT NOS. 1, 3, & 4

HELD
November 14, 2023

The Regular Meeting of St. Vrain Lakes Metropolitan District Nos. 1, 3, and 4 was held via Zoom and Teleconference on Tuesday, November 14, 2023, at 7:30 p.m.

ATTENDANCE

Directors in Attendance:

Christopher Bremner
Brandon Curiel
Lyndsey Paavilainen
Neil Simpson

Directors Absent, but Excused:

Anastasia Urban

Also in Attendance:

Eve Velasco; White Bear Ankele Tanaka & Waldron, P.C.
Kenny Parrish, Andrew Kunkel, Ronnie Kenfield, Stanely Holder, Tracie Kaminski, and Amanda Castle; Pinnacle Consulting Group, Inc.
Raymond Byrd; St. Vrain Lakes Metropolitan District No. 2 Board Member
Elizabeth Marlow; MSI, LLC.
Several Members of the Public.

ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Boards of Directors (collectively, the “Boards”) of the St. Vrain Lakes Metropolitan District Nos. 1, 3, and 4 (collectively, the “District”) was called to order by Ms. Velasco at 7:31 p.m.

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

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Ms. Velasco noted that a quorum was present, with four out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Ms. Velasco advised the Boards that pursuant to Colorado law, certain disclosures by Board

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Members might be required prior to taking official action at a meeting. Ms. Velasco reported that disclosures for those Board Members who provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, were filed with the Colorado Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Velasco inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest regarding 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 Boards to act.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended to move item III E before item III B and to remove items IV B-E.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

Report From District No. 2 Board of Directors: Mr. Parrish noted that there was no Report/

CONSENT AGENDA

Ms. Velasco reviewed the items on the consent agenda with the Boards. Ms. Velasco advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Bremner, seconded by Director Paavilainen, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- A. Minutes – October 10, 2023, Regular Meeting.
- B. Payment of Claims.
- C. Contract Modifications.

DISTRICT MANAGER ITEMS

District Manager's Report: Mr. Parrish presented the District Manager's Report to the Boards and answered questions.

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Operations and Maintenance Report: Mr. Kenfield presented the Operations and Maintenance Report to the Boards and answered questions.

MSI Report: Mr. Parrish presented the MSI Report to the Boards and answered questions.

Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims: Ms. Velasco presented the Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 1 to approve the Fourth Amended and restated Resolution Concerning Authorization for Approval of Contacts and Payment of Claims, as presented.

Consider Authorization of District Manager to Execute 2024 Independent Contractor Agreements with Approved Operations and Maintenance Service Contractors within the Approved 2024 Budget: The Board determined not to take action on this item in light of the approval of the Fourth Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payment of Claims.

2024 Master Service Agreements with Operations and Maintenance Service Contractors: Mr. Parrish presented the 2024 Master Service Agreements with Operations and Maintenance Service Contractors to the Boards and answered questions. The following list of Operations and Maintenance Service Contractors was presented to the Board for District No. 1 for Approval:

- i. Affordable Pest Control
- ii. American Mechanical Services
- iii. Cam Services
- iv. Denver Commercial Property Services
- v. Environmental Designs, Inc.
- vi. Foothills Landscape Management
- vii. Guardian Construction
- viii. High Plains Environmental
- ix. Muttley's Maid
- x. Solitude Lake Management
- xi. Star Playgrounds
- xii. SWPPP-Storm Water Pollution Prevention Plan
- xiii. Aquatic Chemical Solutions – Cove operations

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- xiv. Cintas – Cove operations
- xv. Commercial Electronics Systems – Cove operations
- xvi. Fish Window Cleaning – Cove operations
- xvii. Hillyard Chemicals – Cove operations
- xviii. Pro Sec – Cove operations
- xix. Pure Water Dynamics – Cove operations
- xx. Sport & Fitness Commercial Gym Equipment – Cove operations
- xxi. Stratus Janitorial – Cove operations
- xxii. Treatment Tech – Cove operations

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

RESOLVED by the Board of District No. 1 to approve the 2024 Master Service Agreements with Operations and Maintenance Service Contractors within the Approved 2024 Budget, as presented, with the selection of Muttley’s Maid for dog waste station services.

Agreement with The Management Trust for Community Management Services: Ms. Velasco presented the Agreement with The Management Trust for Community Management Services and answered questions. Ms. Paavilainen provided additional information concerning the transition period. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 1 to approve the Agreement with The Management Trust for Community Management Services, as presented.

Age Limitations for Fitness Center: Mr. Parrish noted he would coordinate with The Management Trust to address resident concerns regarding age limitations for the fitness center and that this topic would be discussed at the next regular meeting.

CAPITAL
INFRASTRUCTURE
ITEMS

Capital Project Manager Update: Mr. Holder provided the Capital Project Manager Update to the Boards.

Barefoot Lakes Filing 6 Landscape Project: Ms. Velasco provided an update regarding the public bidding process for the Barefoot Lakes Filing 6 Landscape Project.

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FINANCIAL ITEMS

Financial Report: Ms. Kaminski reviewed the unaudited Financial Statements for the period ending September 30, 2023, with the Boards. Following review and discussion, upon a motion duly made by Director Simpson, seconded by Director Bremner, and upon vote, unanimously carried, it was

RESOLVED to accept the unaudited Financial Statements for the period ending September 30, 2023, as presented.

2023 AMENDED BUDGET HEARING

Ms. Velasco opened the public hearing on 2023 Budget Amendment for St. Vrain Lakes Metropolitan District No. 1. Ms. Velasco noted that notice of the public hearing was provided in accordance with state budget law. Ms. Kaminski reviewed the amended budgets in detail and answered questions. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Velasco reviewed the Resolution Amending the 2023 Budget with the Board of District No. 1. Following review and discussion, upon a motion duly made by Director Paavilainen, seconded by Director Bremner, and upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 1 to adopt the resolution amending the General Fund to \$2,178,830.00, and the Firming Fee Fiduciary Fund to \$322,301.00. and authorize such further actions of the officers and consultants necessary to sign related documents and submit and file such documents required to finalize the amended budgets.

2024 BUDGET HEARING

District No. 1: Ms. Velasco opened the public hearing on the proposed 2024 Budget for St. Vrain Lakes Metropolitan District No. 1. Ms. Velasco noted that notice of the public hearing was provided in accordance with state budget law. Ms. Kaminski reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions.

No written objections have been received prior to the meeting. There being no public comment, the hearing was closed. Ms. Velasco reviewed the 2024 Budget Resolution with the Board of District No. 1. After discussion, upon a motion duly made by Director Simpson, seconded by Director Bremner, and upon vote, unanimously carried, it was

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RESOLVED by the Board of District No. 1 to adopt the adopting the 2024 Budget, appropriate funds therefor and certify mills as shown in the 2024 Budget, subject to receipt of final assessed valuation. The District Accountant is authorized to make minor modifications that may be necessary following receipt of final assessed values.

District No. 3: Ms. Velasco opened the public hearing on the proposed 2024 Budget for St. Vrain Lakes Metropolitan District No. 3. Ms. Velasco noted that notice of the public hearing was provided in accordance with state budget law. Ms. Kaminski reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions.

No written objections have been received prior to the meeting. There being no public comment, the hearing was closed. Ms. Velasco reviewed the 2024 Budget Resolution with the Board of District No. 3. After discussion, upon a motion duly made by Director Simpson, seconded by Director Bremner, and upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 3 to adopt the adopting the 2024 Budget, appropriate funds therefor and certify mills as shown in the 2024 Budget, subject to receipt of final assessed valuation. The District Accountant is authorized to make minor modifications that may be necessary following receipt of final assessed values.

District No. 4: Ms. Velasco opened the public hearing on the proposed 2024 Budget for St. Vrain Lakes Metropolitan District No. 4. Ms. Velasco noted that notice of the public hearing was provided in accordance with state budget law. Ms. Kaminski reviewed the mill levies, estimated revenues, and expenditures in detail and answered questions.

No written objections have been received prior to the meeting. There being no public comment, the hearing was closed. Ms. Velasco reviewed the 2024 Budget Resolution with the Board of District No. 4. After discussion, upon a motion duly made by Director Simpson, seconded by Director Bremner, and upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 4 to adopt the adopting the 2024 Budget, appropriate funds therefor and certify mills as shown in the 2024 Budget, subject to receipt of final assessed valuation. The District Accountant is authorized to make minor modifications that may be necessary following receipt of final assessed values.

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FINANCIAL ITEMS CONTINUED

Additional Authorized Signers on Bill.com: Following review and discussion, upon a motion duly made by Director Paavilainen, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to add Director Bremner as an Authorized Signer on Bill.com.

2024 Audit Services: Ms. Kaminski reviewed the audit proposals provided with the Board and recommended the Board engage Hinkle & Company for 2024 Audit Services. Following review and discussion, upon a motion duly made by Director Simpson, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

RESOLVED to engage Hinkle & Company for 2024 Audit Services.

LEGAL ITEMS

Board Direction to Altitude Law Regarding Account in Collection and Covenant Violation Matter: Ms. Velasco noted recommendations from Altitude Community related to an account in collection and a covenant violation matter. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Curriel, and upon vote, unanimously carried, it was

RESOLVED to provide Altitude Community Law direction to proceed as recommended related to the account in collection and the covenant violation matter.

Amended and Restated Contribution Agreement with Barefoot LLC: Ms. Velasco presented the Amended and Restated Contribution Agreement with Barefoot LLC to the Boards. Following review and discussion, upon a motion duly made by Director Simpson, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

RESOLVED to approve the Amended and Restated Contribution Agreement with Barefoot LLC, as presented.

2024 Annual Administrative Resolution: Ms. Velasco presented the 2024 Annual Administrative Resolution to the Boards. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the 2024 Annual Administrative Resolution, as presented.

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Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District: Ms. Velasco informed the Boards regarding the accessibility requirements for the Districts' website that will come into effect in 2024 and answered questions.

Amended and Restated Fee Resolution: Ms. Velasco presented the Amended and Restated Fee Resolution to the Boards. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

RESOLVED to approve the Amended and Restated Fee Resolution, as presented.

DIRECTOR
MATTERS

Director Paavilainen thanked the accounting team for their hard work and coordination efforts.

OTHER
MATTERS

There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Bremner, seconded by Director Simpson, and upon unanimous vote, the meeting was adjourned at 8:41 p.m.

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

Respectfully submitted,

Andrew Kunkel, Recording Secretary for the Meeting