

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
EAGLE BEND METROPOLITAN DISTRICT
HELD
NOVEMBER 17, 2022**

A regular meeting of the Board of Directors of the Eagle Bend Metropolitan District (“District”) was held on November 17, 2022 at 10:00 a.m. at the Heritage Eagle Bend Clubhouse. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Will Schippers, President
Ed Malone, Vice President
Doug Neves, Treasurer
Debra Mascis, Secretary
Larry D. Moore Assistant Secretary

Also, In attendance Were:

Denise Denslow, Ashley Heidt, and Carrie Beacom;
CliftonLarsonAllen LLP (“CLA”)
Heather Hartung; White Bear Ankele Tanaka and Waldron
 (“WBA”)
Don Schmitt and Jorge Estevez; Creekside
Justin Korkus; LRE Water
Steve Hungerford; Eagle Bend Metropolitan District Resident

ADMINISTRATIVE
MATTERS

Call to Order, Quorum, Agenda: The meeting was called to order at 10:00 a.m.

Upon a motion duly made by Director Schippers, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the agenda, as amended to include the Oath of Office for Steve Hungerford, acknowledge the resignation of Director Larry Moore and remove item 4D.

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors and to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with Statute. Attorney Hartung stated that disclosures of potential conflicts of interest statements for all directors, which were provided to WBA, have been filed with the Secretary of State’s office prior to this meeting and that no additional conflicts were disclosed at the meeting.

Public Comment: None.

Minutes for August 18, 2022 and October 27, 2022 Meetings:

Following review, upon a motion duly made by Director Schippers, seconded by Director Malone and, upon vote, unanimously carried, the Board approved the Minutes from the August 18, 2022 and October 27, 2022 Meetings.

Resolution No. 2022-11-01 Regarding 2023 Annual Administrative Matters:

Director Schippers reviewed the resolution and noted that Director Moore needs to be removed due to his resignation. He also asked about the mail in ballots and if there was a more cost-effective way to hold an election. Ms. Denslow called out item 18 and wanted to check that the proposed meeting dates work for everyone. After discussion, the Board determined to move the October meeting to October 12, 2023 at 2:00 p.m.

Following discussion, upon a motion duly made by Director Neves, seconded by Director Mascis and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-01 Regarding 2023 Annual Administrative Matters, subject to the revision of directors and the October meeting date.

District Insurance: Ms. Denslow noted that Mr. Korkus is still working on the manual. Following discussion, upon a motion duly made by Director Moore, seconded by Director Malone and, upon vote, unanimously carried, the Board approved renewing the District's general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed consultants to proceed accordingly. The Board further directed renewal of the District's Special District Association membership, subject to final review from Ms. Denslow and Director Schippers.

**CREEKSIDE
MATTERS**

Creekside Cost Sharing: Mr. Schmitt provided an update to the Board on where they are on the landscaping projects. Ms. Denslow asked about much of the installation is in the pool area versus the entrances. Director Moore asked if it was behind the pool fence.

Attorney Hartung noted that she has not heard back from Creekside's counsel. Mr. Schmitt noted he would follow up. Attorney Hartung noted the first step to Eagle Bend Metropolitan District's involvement is getting the temporary easement agreement signed.

Following discussion, upon a motion duly made by Director Moore, seconded by Director Malone and, upon vote, unanimously carried, the Board approved the Creekside Cost Sharing proposal, subject to the temporary easement agreement completion and final determination that the project is in public areas.

Mr. Estevez reviewed the completion of the fence project with the Board. Director Moore asked if there was an outstanding balance that needs to be paid.

CONSENT ITEMS

Claims

Notice to Electors Pursuant to Section 32-1-809, C.R.S.

Resolution Providing for the Defense and Indemnification of Directors

Following review, upon a motion duly made by Director Malone, seconded by Director Neves and, upon vote, unanimously carried, the Board approved the Claims, the Notice to Electors Pursuant to Section 32-1-809, C.R.S., and Resolution Providing for the Defense and Indemnification of Directors, as presented.

DIRECTOR MATTERS

September 30, 2022 Financial Statements, Cash Position and Property Tax Schedule:

Director Schippers asked about the Eagle Bend HOA payment. Ms. Denslow noted that this was approved, however they are asking for \$90,000 and only \$50,000 was approved. Following discussion, upon a motion duly made by Director Malone, seconded by Director Neves and, upon vote, unanimously carried, the Board approved the 2022 Heritage Eagle Bend HOA reimbursement in the amount not to exceed \$50,000.

Following discussion and review, upon a motion duly made by Director Malone, seconded by Director Mascis and, upon vote, unanimously carried, the Board accepted the September 30, 2022 Financial Statements, Cash Position and Property Tax Schedule, as presented.

Resolution Designating the Location of Regular and Special

Meetings: Director Schippers noted that a specific room was called out in the resolution and noted it should just be the clubhouse listed as the room varies based on availability. Following discussion, upon a motion duly made by Director Malone, seconded by Director Neves and, upon vote, unanimously carried, the Board approved the Resolution Designating the Location of Regular and Special Meetings, as amended to remove the room name and just list the clubhouse as the location.

Resolution Adopting a Personal Data Privacy Policy: Director Schippers asked what the purpose of this resolution was. Attorney Hartung reviewed. Following review, upon a motion duly made by Director Malone, seconded by Director Neves and, upon vote,

unanimously carried, the Board approved the Resolution Adopting a Personal Data Privacy Policy, as presented.

FINANCIAL
MATTERS

Public Hearing on Amendment to 2022 Budget: Upon a motion duly made by Director Moore, Seconded by Director Mascis and, upon vote, unanimously carried, the Board opened the public hearing to consider an amendment to the 2022 Budget at 10:47 a.m.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received.

Ms. Henderson noted there was a need to amend the 2022 budget in the Water Enterprise Fund. She noted it needs to be increased from \$175,000 to \$265,000. Following review, upon a motion duly made by Director Malone, Seconded by Director Neves and, upon vote, unanimously carried, the Board approved the Resolution to Amend the 2022, as presented.

Upon a motion duly made by Director Malone, Seconded by Director Neves and, upon vote, unanimously carried, the Board closed the public hearing at 11:01 a.m.

Public Hearing on 2023 Budget: Upon a motion duly made by Director Moore, Seconded by Director Mascis and, upon vote, unanimously carried, the Board opened the public hearing to consider the proposed 2023 Budget and to discuss related issues at 10:47 a.m.

It was noted that Notice stating that the Board would consider adoption of the 2023 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received.

Ms. Henderson reviewed the 2023 Budget with the Board. Director Mascis mentioned there was a typo on the Summary of Significant Assumption page. Ms. Denslow noted the mill levy dropped from 29 mills to 27 mills and will have that reflected on the website.

Upon motion duly made by Director Moore seconded by Director Neves and, upon vote, unanimously carried, the Board approved the 2023 Budget, as discussed, and considered adoption of Resolution No. 2022-11-02 to Adopt the 2023 Budget and Appropriate Sums of Money, subject to final changes on the assessed valuation and working from Ms. Henderson.

Upon a motion duly made by Director Malone, Seconded by Director Neves and, upon vote, unanimously carried, the Board closed the public hearing at 11:01 a.m.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director Malone, seconded by Director Mascis and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2024 Budget: Following discussion, upon motion duly made by Director Moore, seconded by Director Neves and, upon vote, unanimously carried, the Board ratified the appointment of Ms. Henderson to prepare the District's 2024 Budget.

2022 Audit: Ms. Henderson noted the District will need an Audit in 2022. She noted the Schilling and Co. is still working on their engagement letters. Following discussion, upon motion duly made by Director Malone, seconded by Director Neves and, upon vote, unanimously carried, the Board approved the engagement of the 2022 Audit preparation with Schilling and Co. with a not to exceed amount of \$6,500.

Following discussion, upon a motion duly made by Director Malone, seconded by Director Neves and, upon vote, unanimously carried, the Board authorized Director Schippers to approved and sign the engagement letter should the cost come in higher than the approved \$6,500.

Other: None.

LEGAL MATTERS

Resolution No. 2022-11-03 Calling May 2, 2023 Election: Attorney Hartung reviewed the resolution with the Board. Following discussion, upon motion duly made by Director Malone, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-03 Calling a May 2, 2023 Directors' Election which appointed Ashley Frisbee as the Designated Election Official and authorized her to perform all tasks

required for the May 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election.

First Addendum to Independent Contractor Agreement with LRE Water Engineering, Inc. for 2023: Attorney Hartung reviewed the addendum with the Board. Following review, upon a motion duly made by Director Moore, seconded by Director Neves and, upon vote, unanimously carried, the Board approved the First Addendum to Independent Contractor Agreement with LRE Water Engineering, Inc. for 2023, as presented.

Independent Contractor Agreement with Keesen Landscape for 2023 Landscape Maintenance and Plant Health Care: Attorney Hartung reviewed the agreement with the Board. Director Malone asked about the involvement with Heritage Eagle Bend. Ms. Denslow noted they denied the cost share. Director Moore asked if this included the well maintenance. Following review and discussion, upon a motion duly made by Director Malone, seconded by Director Mascis and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Keesen Landscape for 2023 Landscape Maintenance and Plant Health Care.

WATER OPERATIONS

Summary Reports: Mr. Korkus reviewed the August and September reports and noted they are still waiting on the October report. He noted they are estimating they are in line with previous years. Mr. Korkus also noted that the City of Aurora is doing a ground water supply evaluation and that the District's wells are on the list to be tested.

2023 Water Rates Resolution: Mr. Korkus noted this is based on the TZA report from 2017 and suggested since that report is so dated to go off of the capital reserves instead. Director Schippers asked why the TZA report is included. Attorney Hartung noted that is how it historically been done but can be taken out. Following discussion, upon a motion duly made by Director Malone, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the 2023 Water Rates Resolution, subject to final changes from Legal and Mr. Korkus.

LANDSCAPE MAINTENANCE

Keesen Proposal to Remove Cottonwood Trees in the Amount of \$1,500: Director Malone reviewed the proposal with the Board. Director Moore noted this needs to be reviewed with Gene Blum. Director Malone noted he would follow up with him. Following discussion, upon a motion duly made by Director Moore, seconded by Director Malone and, upon vote, unanimously carried, the Board approved the removal of Cottonwood Trees and authorized Director Malone to solicit a proposal in the amount not to exceed \$3,000 for stump removal.

BUSINESS
DEVELOPMENT

Other: Director Schippers talked about the new apartments and noted there was a Town Hall meeting last week where several Heritage Eagle Bend residents were in attendance.

MANAGER MATTERS

CliftonLarsonAllen LLP Statement of Work for 2023: Ms. Denslow reviewed the statement of work with the Board. Following review, upon a motion duly made by Director Moore, seconded by Director Mascis and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Statement of Work for 2023, as presented.

OTHER BUSINESS

Other- Director Moore's Resignation: Director Schippers thanked Director Moore for all his work and years of service. Director Moore expressed words of gratitude. Following discussion, upon a motion duly made by Director Neves, seconded by Director Mascis and, upon vote unanimously carried, the Board accepted Director Moore's Resignation effective November 17, 2022.

Appointment of Steve Hungerford: Upon a motion duly made by Director Schippers, seconded by Director Malone and, upon vote, unanimously carried, the Board appointed Mr. Hungerford to the Board of Directors.


Director Schippers administered Mr. Hungerford's Oath of Office.

Following discussion, upon a motion duly made by Director Neves, seconded by Director Mascis and, upon vote, unanimously carried, the Board appointed Director Hungerford to the slate of Assistant Secretary.

ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Malone, seconded by Director Neves and, upon vote, unanimously carried, the meeting was adjourned at 11:54 a.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting