

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
LAKE OF THE ROCKIES METROPOLITAN DISTRICT
(THE “**DISTRICT**”)
HELD
MAY 10, 2022

A regular meeting of the Board of Directors of the Lake of the Rockies Metropolitan District (referred to hereafter as the “**Board**”) was convened on May 10, 2022, at 6:00 p.m. This District Board meeting was held at 166 2nd Street, Monument, Colorado 80132 and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Eddie Jones, President (via video teleconference)
Tia Mayer, Secretary
Jay Kappel, Treasurer
Dale Huffman, Assistant Secretary

Also, In Attendance Were:

Elisabeth A. Cortese, Esq.; McGeedy Becher P.C.
Krista Baptist, Korben Heim, Dana Reza, and Carrie Bartow;
CliftonLarsonAllen LLP
Matthew Chorske; Piper Sandler & Co.
Patrick Colleran; D.A. Davidson & Co.

Members of the Public in Attendance:

Ryan Williams, Jennifer Adams

ADMINISTRATIVE MATTERS

The meeting was called to order and a quorum was confirmed.

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 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. No conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

Location of Meeting and Posting of Meeting Notices, Agenda: The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board noted that notice of this meeting and conference call information was duly posted and the Board had not received any objections to the location or to the video/telephonic format or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

The Board reviewed the agenda and discussed proposed amendments to include the additions of Piper Sandler and Co.'s presentation regarding bond refinance, review of the draft 2021 audit, and discussion regarding an amendment of Homeowner Design Guidelines. Following discussion, upon a motion duly made by Director Mayer, seconded by Director Jones and, upon vote, unanimously carried, the Board approved the agenda, as amended.

Public Comment: Resident Ryan Williams expressed his concern regarding short-term vacation rentals in the community. Attorney Cortese explained that an amendment to the Covenants, Conditions and Restrictions of Lake of the Rockies (the "Declaration") would be required. Following discussion, the Board created a committee to discuss amending the Declaration with the management and legal teams. The Board appointed Director Mayer, Director Jones, Ryan Williams, and Jennifer Adams to the committee, noting that a quorum of the Board may not meet and conduct District business outside of noticed meetings to avoid potentially triggering open meeting laws.

Mr. Williams had a question regarding permanent basketball hoop installations and placement.

Jennifer Adams, resident, expressed her concern on the installation of storage sheds in the community.

The Board deferred discussion about the basketball hoop installation and storage shed installation for further review and discussion at an upcoming Board meeting.

Minutes of November 9, 2021 Special Board Meeting: The Board reviewed the minutes of the November 9, 2021 Special Board meeting. Following discussion, upon motion duly made by Director Mayer, seconded by Director Jones and, upon vote, unanimously carried, the Board approved the November 9, 2021 minutes.

RECORD OF PROCEEDINGS

Results of May 3, 2022 Regular Director Election: Attorney Cortese reviewed the results of the May 3, 2022 Regular Director Election with the Board, noting that there were not more candidates than available positions, and therefore, that the election was canceled and Directors Mayer, Kappel, and Huffman were elected by acclamation.

Filing of Oaths of Directors: Attorney Cortese confirmed the Oaths of Directors were filed prior to the Board meeting.

Appointment of Officers: The Board discussed the pending vacancy. Ms. Adams expressed an interest in serving on the Board. Following discussion, upon a motion duly made by Director Mayer, seconded by Director Kappel and, upon vote, unanimously carried, the Board appointed Jennifer Adams to the Board of Directors.

Following discussion, upon a motion duly made by Director Kappel, seconded by Director Mayer and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

President:	Eddie Jones
Secretary:	Tia Mayer
Treasurer:	Jay Kappel
Assistant Secretary:	Dale Huffman
Assistant Secretary:	Jennifer Adams

New Board Member Training: Attorney Cortese discussed new Board member training opportunities with the Board. No interest was expressed by any Board member, and no action was taken.

2022 Meeting Schedule: Attorney Cortese reviewed the current 2022 meeting schedule with the Board. Following discussion, no action was taken by the Board.

Other: Director Mayer expressed her concern for the timeliness of items being sent to the Board prior to meetings.

FINANCIAL MATTERS

Unaudited Financial Statements and Cash Position Report as of March 31, 2022: Ms. Bartow reviewed the Unaudited Financial Statements and Cash Position Report for the period ending March 31, 2022, with the Board. Following discussion, upon motion duly made by Director Kappel, seconded by Director Huffman and, upon vote, unanimously carried, the Board accepted the March 31, 2022, Unaudited Financial Statements and Cash Position Report, as presented.

RECORD OF PROCEEDINGS

Payment of Claims: Ms. Bartow reviewed the previous and current claims in the amount of \$91,543.30 with the Board. Following discussion, upon motion duly made by Director Kappel, seconded by Director Huffman and, upon vote, unanimously carried, the Board ratified approval of the previous claims and approved the payment of current claims in the amount of \$91,543.30.

2021 Audit: Ms. Bartow presented the draft 2021 Audit to the Board. Following discussion, upon motion duly made by Director Jones, seconded by Director Huffman and, upon vote, unanimously carried, the Board approved the 2021 Audit and authorized execution of the Representations Letter, subject to final review from the District accountant and legal counsel.

LEGAL MATTERS

Inspection Report and Detention Pond Maintenance Service Proposal with Bailey Land Solutions, LLC: The Board discussed the Inspection Report from Bailey Land Solutions, LLC. Ms. Adams expressed concern regarding property lines and related responsibility for maintenance. Attorney Cortese and Ms. Baptist provided clarification on boundaries and maintenance responsibilities.

Director Mayer noted the retention pond wall erosion was not addressed in the report. The Board deferred further discussion regarding the inspection report.

Following discussion, upon motion duly made by Director Mayer, seconded by Director Jones and, upon vote, unanimously carried, the Board approved the Maintenance Service Proposal with Bailey Land Solutions, LLC, and authorized the preparation of a Service Agreement, pending availability of District funds.

Ms. Bartow recommended reallocating funds. Following discussion, upon motion duly made by Director Kappel, seconded by Director Mayer and, upon vote, unanimously carried, the Board approved reallocating of \$11,910.00 from the budget line item described as “contingency” to pay the related fees associated with the Bailey Land Solutions, LLC proposal.

Presentations by D.A. Davidson & Co. and Piper Sandler & Co. Regarding Potential Refunding of the District’s \$2,715,000 General Obligation Limited Tax Bonds, Series 2018A, and its \$439,000 Subordinate General Obligation Limited Tax Bonds, Series 2018B: Mr. Colleran from D.A Davidson & Co. and Mr. Chorske from Piper Sandler & Co. presented potential refinancing option proposals to the Board for review and consideration. Mr. Williams provided public comment. Following discussion, the Board directed legal counsel to obtain additional information for further review. No action was taken.

RECORD OF PROCEEDINGS

Other: None.

**MANAGER
MATTERS**

Proposals from Waste Management of Colorado, Inc. and HBSCO LLC d/b/a HBS Trash Services (“HBS”) for Trash Services: Ms. Baptist presented to the Board proposals for trash services from Waste Management of Colorado, Inc. and HBS.

The Board discussed both proposals for trash services. Following discussion, upon a motion duly made by Director Huffman, seconded by Director Mayer and, upon vote, unanimously carried, the Board approved the proposal from HBS for trash services pending final review by legal counsel. The Board directed CLA to clarify with HBS the rate terms and whether “dumpster days” are included. The Board directed legal counsel to provide notice of termination of the Service Agreement with Waste Management, Inc. and to draft a Service Agreement with HBS.

Resolution to Amend Homeowner Design Guidelines: This item was deferred.

Other: Ms. Baptist provided an update regarding covenant enforcement.

Ms. Baptist provided an update regarding landscape improvements and irrigation activation, noting that the irrigation system is running three times per week. No action was taken by the Board.

OTHER BUSINESS

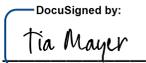
Other: Director Jones directed management to request additional information from Robertson Lawn Sprinkler Co. for herbicide and pesticide use in open spaces and consider safer alternatives.

Special Meeting: The Board directed CliftonLarsonAllen, LLP to schedule a Special meeting to address amending the Design Guidelines, amending the Declaration, amending the 2022 Budget, detention pond maintenance wall erosion, and bond refinance options.

ADJOURNMENT

There being no further business to come before the Board at this time, Director Jones adjourned the meeting at 9:07 p.m.

Respectfully submitted,

By  _____
Secretary for the Meeting