

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
SPRING MESA METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
APRIL 11, 2024

A regular meeting of the Board of Directors of the Spring Mesa Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, April 11, 2024, at 6:00 p.m. at West Woods Community Station, 6644 Kendrick Drive, Arvada, Colorado 80007 and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Jo Gentry, President
Wayne Harris, Secretary
Lawrence Seidl, Treasurer
Georgia Magnera, Assistant Secretary

Also, In Attendance Were:

Lisa Johnson, Alex Clem, Ashley Heidt and Yelena Primachenko;
CliftonLarsonAllen LLP (“CLA”)
Tom George, Esq. and Laura Heinrich, Esq.; Spencer Fane LLP
Travis Morris, Caron Holmes and other members of the public

ADMINISTRATIVE MATTERS

Call to Order and Agenda: The meeting was called to order at 6:01 p.m. Following review, upon a motion duly made by Director Gentry, seconded by Director Harris and, upon vote, unanimously carried, the Board approved the agenda, as amended, to include “Discussion on Underdrains Maintenance” as Item H under Director Matters.

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 and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Quorum, Location of Meeting and Posting of Meeting Notices: A quorum of the Board, the location of the meeting and posting of the meeting notice was confirmed.

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Appointment of Qualified Candidate to Fill Vacancy on the Board of Directors: Upon a motion duly made by Director Magnera, seconded by Director Gentry and, upon vote, unanimously carried, the Board appointed Caron Holmes to the vacancy position on the Board. The oath of office will be administered within 30 days of the appointment.

Public Comment: There were no public comments.

Website Update: Upon a motion duly made by Director Magnera, seconded by Director Gentry and, upon vote, unanimously carried, the Board approved terminating the website domain with WordPress and purchasing a new website domain with Wix and engaged CLA to construct the new website. The Board would like to purchase the Light Subscription option from Wix and secure the 3-year hosting price offer.

CONSENT AGENDA

The Board considered the following item for approval:

- Minutes of the November 9, 2023 Regular Meeting

Following review, upon a motion duly made by Director Gentry, seconded by Director Harris and, upon vote, unanimously carried, the Board approved the Consent Agenda item, as presented.

DIRECTOR MATTERS

Landscape and Pond Maintenance Services: Director Harris provided an update to the Board on the detention ponds and work required by the City of Arvada, noting that the City would like to see the cattails sprayed across all ponds.

Agreement with L.B. Ecological, Inc. for Weed Management Services in the Total Amount of \$2,615.00: Upon a motion duly made by Director Gentry, seconded by Director Harris and, upon vote, unanimously carried, the Board approved the agreement with L.B. Ecological, Inc. for weed management services in the total amount of \$2,615.00, as presented.

Fire Mitigation for Native Open Space: Director Gentry provided an update to the Board based on her conversation with the fire department about fire mitigation mowing. Fire mitigation mowing will happen as needed from direction and recommendation of the fire department. Director Magnera raised the concern that the District should not be mowing property owned by the City of Arvada. Discussion ensued. Director Gentry will reach out to see when and if the City of Arvada will be doing fire mitigation mowing.

Irrigation System Replacement and Funding: Director Gentry provided an update to the Board, noting that the landscaper will be assessing the irrigation

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system during start-up and will provide updates to the Board if certain sections of irrigation require replacement.

Expanding the Board of Directors to a Seven-Member Board: Director Seidl suggested increasing the total number of Directors to seven members to allow more opportunity for involvement from the community. Legal counsel presented a memo on the steps required to expand the Board to seven members. Discussed ensued. No action was taken at this time.

Current Policy Regarding Monthly Approval of Invoices by Two Board Members: Ms. Johnson provided an update on the current policy to the Board. Director Seidl raised concern regarding work being completed and invoiced that is not being discussed during meetings. It was suggested that Board members reach out to CLA staff regarding any work outside the approved “scope of work.” CLA will then distribute that information to the Board for questions or concerns. Director Gentry will send an update each month regarding landscape items addressed during the previous month and if any additional work has been recommended.

Preparation and Means of Transmission of Periodic Newsletter: This item was tabled to the June meeting.

Trail and Road Maintenance in Open Space Tracts: Director Magnera raised concerns regarding open space tracts and whether the District requires signage when using the open space and if the District holds liability. Mr. George and Ms. Heinrich engaged in general discussion with the Board regarding Senate Bill 24-058 which would limit liability of the District if signs as described in the legislation are posted at the primary access points to the District’s trails. Based on legal’s recommendation, the Board directed legal counsel to work with Director Gentry on signage and Director Gentry to assess how many signs will be necessary along with the estimated cost. A progress update will be presented at the June meeting.

Underdrains Maintenance: The Board discussed the need for underdrain maintenance for 2024. Following discussion, upon a motion duly made by Director Gentry, seconded by Director Magnera and, upon vote, unanimously carried, the Board approved the cleaning of the underdrains and authorized Director Harris to direct the same as needed.

FINANCIAL MATTERS

December 31, 2023 Unaudited Financial Statements and February 29, 2024 Unaudited Financial Statements: Ms. Primachenko reviewed the Unaudited Financial Statements with the Board. Following review and discussion, upon a motion duly made by Director Magnera seconded by Director Gentry and, upon vote, unanimously carried, the Board accepted the December 31, 2023 Unaudited Financial Statements and the February 29, 2024 Unaudited Financial

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Statements, as presented.

Payment of Claims: Ms. Primachenko reviewed the payment of claims with the Board. Following review, upon a motion duly made by Director Gentry, seconded by Director Seidl and, upon vote, unanimously carried, the Board approved/ratified approval of payment of claims in the amount of \$76,138.02, as presented.

Cash Access: Ms. Primachenko reviewed the cash access procedures within CLA's statement of work with the Board. The Board acknowledged the cash access procedures.

LEGAL MATTERS

None.

MANAGER MATTERS

Per Resident Request, Proposals to Remove Two Trees from District Property and Plant Four Trees on District Property Pursuant to Policy:

Ms. Johnson provided an update to the Board regarding the tree removal request. The Board reviewed the proposals. The Board has provided the resident with the bids received and will allow the resident to solicit other proposals. The resident will work with Director Gentry and send any new proposals to Ms. Johnson.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Magnera, seconded by Director Gentry and, upon vote, unanimously carried, the Board adjourned the meeting at 8:38 p.m.

Respectfully submitted,

DocuSigned by:

Wayne Harris

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Secretary for the Meeting