

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CONSERVATORY METROPOLITAN DISTRICT HELD SEPTEMBER 16, 2019

A Regular Meeting of the Board of Directors (referred to hereafter as "Board") of the Conservatory Metropolitan District, (referred to hereafter as "District"), was convened Monday, the 16<sup>th</sup> day of September, 2019, at 9:00 a.m., at the Saddle Rock South Clubhouse, 6800 S. Liverpool Street, Suite A, Aurora, Colorado. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Laverne Palmer  
Birgit Baldwin  
Pedro L. Moczo, Jr.  
Nicole Tow  
Janine Schilling

#### Also In Attendance Were:

David Solin; Special District Management Services, Inc. ("SDMS, Inc.")

Jennifer Tanaka, Esq. and Allison Fogg, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

Georgia Harland; Simmons and Wheeler, P.C.

Brad Simons; MMI Water Engineers, LLC

Members of the Public as reflected on the attached sign-in sheet

#### DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: Attorney Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the Agenda for the meeting, following which Directors Palmer, Baldwin, Moczo, Tow, and Schilling, along with each consultant, confirmed that they have no conflicts of interest in connection with any of the matters listed on the Agenda.

#### PLEDGE OF ALLEGIANCE

Pledge of Allegiance: Director Schilling led the Board in reciting the Pledge of Allegiance.

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### ADMINISTRATIVE MATTERS

**Agenda:** Director Palmer reviewed with the Board the proposed Agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Moczo and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Consent Agenda:** The Board considered the following actions:

- Approve Minutes of the August 19, 2019 Regular Meeting, as amended.
- Authorize Directors attending the SDA Conference, to add an extra day to accommodate travel and allow for attendance at all Conference events.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Schilling and, upon vote, unanimously carried, the Board approved the Consent Agenda.

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### COMMUNITY COMMENTS

**HOA Reports and Updates:** Director Palmer updated the Board and noted that there are 2 open positions on the HOA Board and there are three interested candidates (Bill Fisher, Dean Harris and Headricks Natal) and any other interested candidates would have to be nominated from the Floor.

Director Palmer reported to the Board that a homeowner and the HOA are co-sponsoring a petition. Director Palmer has not heard anything more from the organizer as of the meeting and will contact the organizer to relay the District's previous efforts on this matter.

The Board received an email from a resident regarding the turf on Conservatory Parkway and Hampden requiring attention. Director Baldwin reported that she would work with BrightView on the native grasses.

It was noted that HOA fees will increase from \$41 to \$42 per month in 2020. The HOA Annual meeting will be held on November 14, 2019.

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### FINANCIAL MATTERS

**Claims:** Ms. Harland reviewed with the Board the check register for the period ending September 11, 2019, including check numbers 3255 through 3268, totaling \$210,935.28.

Following discussion, upon motion duly made by Director Tow, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved the check register for the period ending September 11, 2019,

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including check numbers 3255 through 3268, totaling \$210,935.28. It was noted that Check Nos. 3267 and 3268 will be held until Attorney Tanaka confirms that no verified statements of claim have been submitted before final payment is released.

**Financial Statements:** Ms. Harland reviewed with the Board the unaudited financial statements of the District for the period ending August 31, 2019.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Tow and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District for the period ending August 31, 2019.

**Cash Position Schedule and Analysis of Projected Cash Balances for Operations:** Ms. Harland reviewed with the Board the Cash Position Schedule as of September 16, 2019.

**2020 Draft Budget:** Ms. Harland reviewed the 2020 draft Budget with the Board. The Board provided initial comments on the draft budget and Director Baldwin reported she would work with Mr. Solin on the landscape projects.

**Public Hearing on 2020 Draft Budget:** The Board determined to schedule the Public Hearing on the 2020 Budget for October 21, 2019, at 9:00 A.M., at the Saddle Rock South Clubhouse.

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### **LEGAL MATTERS**

**Correspondence written on behalf of The Conservatory Homeowners Association regarding the Detention Pond 6 – Grading Damages and Repair:** This item was moved to be discussed with Attorney Tanaka during Executive Session.

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### **OPERATIONS MATTERS**

**Manager's Report:** The Board discussed the District Manager's Report. The Board directed Mr. Solin to make various revisions.

**Detention Pond Committee Report:** The Board discussed the Detention Pond Committee Report.

**Inspection and Maintenance Plan for District Detention Ponds:** Director Palmer reported to the Board that she is continuing to work with Manhard and the City.

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**Kiosk 2020 Maintenance:** The Board discussed the Kiosk 2020 maintenance. Director Moczo will work with Mr. Solin to obtain bids.

**District Manager Assignment:** The Board discussed the assignment of the District Manager. The Board selected Mr. Solin as District Manager.

**Reserve Study:** The Board directed Mr. Solin to research the status of the Reserve Study.

**Clubhouse Use Agreement and Policy:** The Board discussed the new Clubhouse Use Agreement and Policy and determined that the requirements presented by the HOA Management Board presented an undue and unattainable hardship for the District. Further, the Board determined that the HOA Management Board seemed to approach the Board's desire to conduct District business within the District where it would be the most easily accessible to all District residents, with a concerning lack of understanding and respect for the role and responsibility of the District and the residents it serves.

**Communication between the District Board, the HOA Board and HOA Manager:** The Board discussed the process for communication between the District Board, the HOA Board and HOA Manager. It was noted that all Directors of the HOA and Community Manager should be copied on any communications from the District Board per the HOA's request.

**Property Damage at Conservatory and Liverpool:** The Board discussed the property damage for which the HOA is responsible at Conservatory and Liverpool.

**Tree Damage at Jericho and Conservatory:** The Board discussed the Tree damage at Jericho and Conservatory. Mr. Solin was directed to follow up with the Aurora Police Department to obtain a report number, and to file an insurance claim.

### **LANDSCAPING MATTERS**

**Landscape Expenditure Budget Tracking Matrix:** The Board reviewed the Landscape Expenditure Budget Tracking Matrix.

**BrightView Report:** The Board reviewed the BrightView Report. The Board directed Mr. Solin to work with BrightView on providing a more detailed report.

**Landscaping Committee Report:** Director Baldwin discussed the Landscaping Committee Report with the Board.

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**Proposal from Brightview for Watering Trees:** The Board reviewed the proposal from BrightView, for watering trees 3” caliper and smaller, in the amount of \$1,800.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Tow and, upon vote, unanimously carried, the Board approved the proposal from BrightView, for watering trees 3” caliper and smaller, in the amount of \$1,800.

**Proposal from Brightview for Cottonwood Cleanup:** The Board reviewed the proposal from BrightView, for cottonwood cleanup, in the amount of \$1,332.83.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Tow and, upon vote, unanimously carried, the Board approved the proposal from BrightView, for cottonwood cleanup, in the amount of \$1,332.83.

**Proposal from Brightview for Tumbleweed Cleanup:** The Board reviewed the proposal from BrightView, for tumbleweed cleanup, in the amount of \$5,690.90. It was noted that the recent winds had deposited an abundant amount of tumbleweeds.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Tow and, upon vote, unanimously carried, the Board ratified approval of the proposal from BrightView, for tumbleweed cleanup, in the amount of \$5,690.90.

**Scope of Services for Independent Contractor Agreements with Brightview Landscape Services, Inc., for Landscape Maintenance and Snow Removal Services:** The Board discussed the scope of services for Independent Contractor Agreements with BrightView Landscape Services, Inc., for landscape maintenance and snow removal services. Attorney Tanaka will follow-up with BrightView regarding the status of the updated scopes and fee schedules for these agreements.

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### **BOARD MEMBER INPUT**

**Director Tow:** Director Tow will research the possibility for the District to post meeting and Metro District information at the mail kiosks for discussion at the October meeting.

**Director Baldwin:** Discussed with the Board decreasing mowing and watering for shorter periods, as the season comes to a close. She also noted that Holiday lighting will begin early November.

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### OTHER BUSINESS

**Community Outreach:** The Board discussed items for Community Outreach.

*Community Update:* The demolition of the monument at Nepal and Conservatory will begin the first weekend in October. Mr. Solin was directed to alert the District's residents of his appointment as the new District Manager. He was also directed to share information about the Monument Repair Project. The Board requested that the update include information on the mowing and irrigation changes in October, the 2020 budget hearing and the work on Pond 6. Finally, Mr. Solin was asked to remind residents to not apply deicers or salts to Kiosk sidewalks.

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### EXECUTIVE SESSION

**Executive Session:** Pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., upon motion duly made by Director Palmer, seconded by Director Baldwin and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 11:14 a.m. for the purpose of receiving legal advice and to determine positions relative to matters that are subject to negotiation related to Trickle Channel Matters and correspondence written on behalf of The Conservatory Homeowners Association regarding the Detention Pond 6 – Grading Damages and Repair, as authorized by Sections 24-6-402(4)(b) and (e), C.R.S.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the District's attorney, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

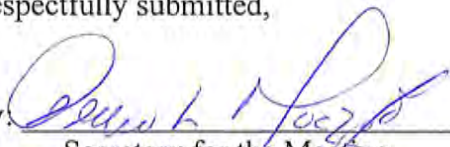
The Board reconvened in regular session at 12:01 a.m.

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### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

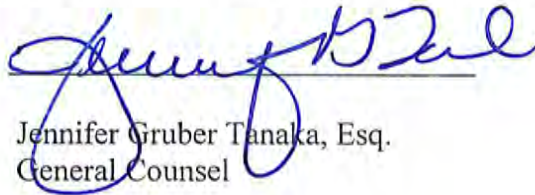
By:   
Secretary for the Meeting

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### Attorney Statement Regarding Privileged Attorney-Client Communication

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that in my capacity as the attorney representing the Conservatory Metropolitan District (the "District"), I attended the Executive Session on September 16, 2019, for the sole purpose of conferencing with the District's Board of Directors for the purposes of giving legal advice on specific legal questions and discussing matters subject to negotiation as authorized by §§ 24-6-402(4)(b) and (e), C.R.S. I further attest that it is my opinion that all or a portion of the executive session discussion constituted attorney-client privileged communication as provided by § 24-6-402(4)(b), C.R.S., and based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S.



Jennifer Gruber Tanaka, Esq.  
General Counsel

CONSERVATORY METROPOLITAN DISTRICT

Date: 9/16/19

Please print your name and address.

NAME	ADDRESS
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Bob Alunberger	2821 S. Ireland Way Aurora, CO, 80013
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