

**MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF THE  
HERITAGE RIDGE METROPOLITAN DISTRICT  
HELD DECEMBER 3, 2019**

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A special meeting of the Board of Directors (the “**Board**”) of the Heritage Ridge Metropolitan District (the “**District**”) was held on Tuesday, December 3, 2019, at 5:30 p.m. at Berthoud Town Hall, 807 Mountain Ave, Berthoud, Colorado. The meeting was open to the public.

ATTENDANCE

Directors in Attendance:

Kenneth Mitchell, President  
Russell Baker, Secretary  
Anthony Vienna, Treasurer

Directors Absent and Excused:

Jim Birdsall, Assistant Secretary

Also in Attendance:

Danaly Howe, Andrea Weaver, and Alex Carlson, Centennial Consulting Group, LLC;  
Andrew Hartsel, Mosaic Land Development  
26 Members of the Public

Also in Attendance via Teleconference:

David Greher, Collins, Cockrel and Cole

Call to Order: Ms. Howe called the meeting to order, noting that a quorum of the Board was present.

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. David Greher noted that a quorum was present and requested members of the Board 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 the statute. David Greher noted that all Directors’ Disclosure Statements had been filed by the statutory deadline.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Vienna, seconded by Director Baker and, upon vote, unanimously carried, the Board approved the Agenda as presented. The Board excused the absence of Director Birdsall.

Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. Following discussion, the Board determined to conduct the meeting at the above-stated date, time and location. Ms. Howe reported that notices were duly posted and that no objections to the locations or any requests that the meeting place be changed by taxpaying electors within its boundaries have been received.

Public Comments: None. Members of the public were encouraged to speak during the 2020 budget public hearing.

Resignation Acknowledgement: Ms. Howe acknowledged that Director Karen Mitchell had resigned from serving on the Board prior to the meeting.

Appointment of Elector: The Board discussed and considered appointing Dawn Peters to fill the vacancy on the Board. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board appointed Dawn to serve on the Board until the next regular election of May 2020.

Appointment of Officers: The Board discussed the roles of officers on the Board. Director Mitchell made a motion to appoint Mr. Carlson to serve as Secretary. Director Vienna seconded, and the motion was unanimously approved.

ADMINISTRATIVE  
MATTERS

Past Meeting Minutes: The Board reviewed and considered approving the minutes from the April 29, 2019; May 16, 2019; and June 10, 2019 Meetings of the Board. Following discussion, upon a motion by Director Mitchell, seconded by Director Baker and unanimously carried, the Board approved the minutes from the April 29, 2019; May 16, 2019; and June 10, 2019 Meetings of the Board as presented.

Engagement of Centennial Consulting Group, LLC: The Board discussed and considered approving engagement of Centennial Consulting Group, LLC for management and accounting services in 2020. Upon a motion by Director Mitchell, seconded by Director Baker and unanimously carried, the Board approved engagement of Centennial Consulting Group, LLC.

Renewal of Insurance with Colorado Special Districts Property and Liability Pool: The Board discussed and considered ratifying approval of 2020 insurance renewal with the Colorado Special Districts Property and Liability Pool. Following discussion, upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board ratified

approval of 2020 insurance renewal with the Colorado Special Districts Property and Liability Pool.

FINANCIAL  
MATTERS

Financial Statements through October 31, 2019: Ms. Weaver presented the unaudited financial statements for the period ending October 31, 2019 to the Board. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board approved the unaudited financial statements for the period ending October 31, 2019.

Payment of Claims through October 31, 2019: Ms. Weaver presented the payment of claims for the period ending October 31, 2019 to the Board for ratification. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board ratified the payment of claims for the period ending October 31, 2019.

District ColoTrust Account: The Board reviewed the application and considered approving the Resolution to Allow the District to Open a ColoTrust Account. Following discussion, upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board approved the Resolution to Allow the District to Open a ColoTrust Account.

2019 Budget Amendment: Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board opened the Public Hearing Regarding the Proposed 2019 Budget Amendment. There were no public comments. Upon a motion by Director Mitchell, seconded by Director Vienna and, upon vote, unanimously carried, the Board closed the Public Hearing.

The Board discussed and considered adopting the Resolution to Amend the 2019 Budget. Upon a motion by Director Vienna, seconded by Director Kenneth Mitchell and unanimously carried, the Board adopted the Resolution to Amend the 2019 Budget.

2020 Budget: Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board opened the Public Hearing Regarding the 2020 Budget. Members of the public asked the District to review the budget for the pool to ensure it reflected the items discussed at the pool committee meeting. Residents also brought to the Board's attention the need for sod installation along 5<sup>th</sup> Street. Upon a motion by Director Mitchell, seconded by Director Vienna and, upon vote, unanimously carried, the Board closed the Public Hearing.

The Board discussed and considered adopting the Resolution to Adopt the 2020 Budget, Approving the Appropriation of Funds, and Authorizing

Tax Levies to be certified by the District for collection in fiscal year 2020 and Approve District accountant to file form DLG-70. Upon a motion by Director Vienna, seconded by Director Kenneth Mitchell and, upon vote, unanimously carried, the Board adopted the Resolution to Adopt the 2020 Budget, Approving the Appropriation of Funds, and Authorizing Tax Levies to be certified by the District for collection in fiscal year 2020 and Approve District accountant to file form DLG-70.

2018 Audit Report: The Board discussed and considered ratifying approval of 2018 Audit Report. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board ratified approval of 2018 Audit Report.

#### LEGAL MATTERS

Resolution Calling May 2020 Election: The Board reviewed and considered approving the Resolution Calling May 2020 Election. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board approved the Resolution Calling May 2020 Election.

Resolution Designating Location to Post 24-Hour Notices: The Board reviewed and considered approving the Resolution Designating Location to Post 24-Hour Noticed/Authoring Online Notice of Public Meetings. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board approved the Resolution Designating Location to Post 24-Hour Noticed/Authoring Online Notice of Public Meetings.

Resolution Designating Official Custodian of Records: The Board reviewed and considered approving the Resolution Designating Official Custodian of Records and Adopting a Policy on Responding to Open Records Requests. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board approved the Resolution Designating Official Custodian of Records and Adopting a Policy on Responding to Open Records Requests.

Amended and Restated Bylaws: The Board reviewed and considered approving the Amended and Restated Bylaws. Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board approved the Amended and Restated Bylaws.

Easement Agreement: The Board discussed and considered approving the Easement Agreement. Upon a motion by Director Mitchell, seconded by Director Baker and unanimously carried, the Board approved the Easement Agreement subject to homeowner approval of paying legal costs.

Director Baker physically left the meeting and called into the meeting via teleconference.

OTHER BUSINESS

Survey Results: The Board reviewed and discussed the results of the Dog Waste/Basketball Hoop Homeowner Survey.

Manager's Report: Ms. Howe presented the Manager's Report to the Board.

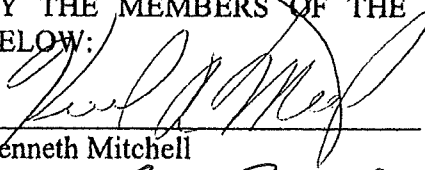
ADJOURNMENT

Upon a motion by Director Mitchell, seconded by Director Vienna and unanimously carried, the Board adjourned the meeting.

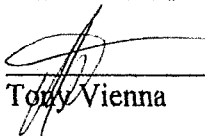
Respectfully submitted,

By   
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL MINUTES OF THE DECEMBER 3, 2019 SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE HERITAGE RIDGE METROPOLITAN DISTRICT BY THE MEMBERS OF THE BOARD OF DIRECTORS SIGNING BELOW:

  
Kenneth Mitchell

  
Russell Baker

  
Tony Vienna