

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
EAST SMOKY HILL METROPOLITAN DISTRICT NO. 2 (THE  
“DISTRICT”)  
HELD  
MAY 18, 2021

A special meeting of the Board of Directors of the East Smoky Hill Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Tuesday, May 18, 2021, at 6:00 p.m. **Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.**

### ATTENDANCE

#### Directors In Attendance Were:

Connie Buhlke, President  
Charlotte Faris, Assistant Secretary  
Bonnie Bowman, Treasurer  
Laura Embleton, Secretary  
Tyler Jeffery, Assistant Secretary

#### Also, In Attendance Were:

Denise Denslow, Krista Baptist & Janece Soendker; CliftonLarsonAllen LLP (“CLA”)  
Jake Willett & Randy Cox; ColoradoScapes, Inc.  
Stefanie Miller; Flowerscapes Co.  
Trisha K. Harris, Esq.; White Bear Ankele Tanaka & Waldron P.C. (“WBA”)  
Dawn Schilling; Schilling & Company, Inc.  
Thomas Tanner; HOA Member

### ADMINISTRATIVE MATTERS

**Call to Order:** Ms. Denslow called the meeting to order at 6:05 p.m.

**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. A quorum was present and it was requested that members of the Board 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. It was noted that Director Bowman resides on the HOA Board and no additional conflicts of interest were presented.

## RECORD OF PROCEEDINGS

---

**Quorum, Location of Meeting, Posting of Meeting Notice and Agenda:**

Upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board confirmed a quorum, the location of the meeting and the posting of the meeting notice and approved the agenda as presented.

**Public Comment:** None.

**Minutes from the February 9, 2021 Special Meeting:** Upon a motion duly made by Director Jeffery, seconded by Director Faris and, upon vote, unanimously carried, the Board approved the minutes from the February 9, 2021 Special Meeting as presented.

### LEGAL MATTERS

**District Participation in HOA Fence Replacement Project:** Ms. Denslow and Attorney Harris led a discussion with the Board regarding District participation in the HOA fence replacement project. The Board and Mr. Tanner provided their perspective on this matter. The Board determined to continue the agreement for assisting in the project in 2021 and to revisit the subject for budget season in 2022 and thereafter. Upon a motion duly made by Director Jeffery, seconded by Director Faris and, upon vote, unanimously carried, the Board approved the finalization of the District's commitment to the project for 2021 subject to assignment of a contract. It was noted that the cap on the supplement amount would be in the amount of \$250,000 and that Director Jeffery would review the agreement once created. The Board discussed the possibility of adding the fence replacement project to the 2021 Budget amendment.

### FINANCIAL MATTERS

**Unaudited Financial Statements as of March 31, 2021 and Cash Position Report:** The Board reviewed the Unaudited Financial Statements and Cash Position Report. Upon a motion duly made by Director Bowman, seconded by Director Jeffery and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements as of March 31, 2021 and Cash Position Report as presented.

**Bill.com Payments Totaling \$49,224.88 and Directors' Fees:** The Board reviewed the Bill.com payments and Directors' Fees. Upon a motion duly made by Director Jeffery, seconded by Director Embleton and, upon vote, unanimously carried, the Board approved the Bill.com payments totaling \$49,224.88 and Directors' Fees as presented.

**2020 Draft Audit:** Ms. Schilling reviewed the 2020 draft audit and position with the Board. Discussion ensued regarding overcollection and options. It was noted that a public hearing will need to be held in order to amend the 2021 Budget to include recording liability and repaying residents or a transfer to the Debt Service Fund. Upon a motion duly made by Director Jeffery, seconded by Director Faris and, upon vote, unanimously carried, the Board approved the

## RECORD OF PROCEEDINGS

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application of \$480,000 to the Debt Service Fund. Upon a motion duly made by Director Jeffery, seconded by Director Embleton and, upon vote, unanimously carried, the Board accepted the 2020 draft audit pending adjustment and final legal review.

**Investment Review:** Ms. Soendker provided a brief status update on investment review to the Board.

**Other:** None.

### MANAGER ITEMS

**Other:** None.

### LANDSCAPE UPDATE

**Landscaping Activity:** Mr. Cox provided an update on landscaping activity to the Board. He noted that the normal contract activity for spring start-up is occurring now and that the recent rainy weather has delayed the usual spring work timeline.

**Flowerscapes:** Ms. Miller provided an update on Flowerscapes to the Board. She stated that their shipment was scheduled to arrive on May 19, and planting would begin on Thursday, May 20<sup>th</sup>. She noted that the flowerbed preparation is currently in process.

**ColoradoScapes:** No update was provided to the Board.

**Davey Tree:** Ms. Denslow reported that the contract documents are being executed with Davey Tree. She stated that the contract was approved by the Board and the work was to begin in April 2021.

**Other:** None.

### BOARD MEMBER ITEMS

**Status of Playground Shades:** It was noted for the Board that there are no updates or movement on this item and there has been no progress from the County.

**Homeowner Association:** None.

### OTHER BUSINESS

**Quorum for Next Meeting: August 10, 2021:** The Board discussed the date and location of the next scheduled meeting. A quorum was confirmed for the next meeting on August 10, 2021. The Board also determined to schedule a dinner on September 18, 2021 at Del Frisco's Double Eagle Steak House at 8100 E. Orchard Road, Denver, CO 80111.

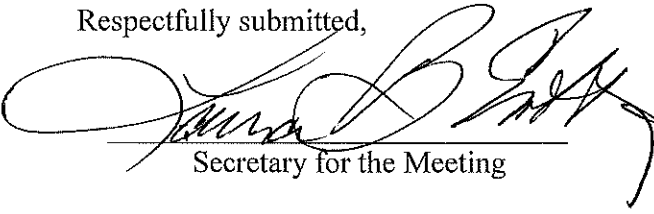
### ADJOURNMENT

There being no further business to come before the Board at this time, the Board adjourned the meeting at 7:30 p.m.

**RECORD OF PROCEEDINGS**

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Respectfully submitted,



A handwritten signature in black ink, appearing to be "M. B. [unclear]", written over a horizontal line.

Secretary for the Meeting