

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF COPPERLEAF METROPOLITAN DISTRICT NO. 2

Held: Tuesday, May 30, 2023, at 5:30 p.m., via Zoom video/telephone conference. The meeting was open to the public.

Attendance

A Special Meeting of the Board of Directors of the Copperleaf Metropolitan District No. 2, County of Arapahoe, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Michael R. Rohde, President
James Altman, Assistant Secretary

Also present for the entire meeting were:

Paula J. Williams, Esq. and Craig Sorensen; McGeady Becher P.C.

Cathy Hamilton; Simmons & Wheeler, P.C.

Joseph Cervone; District Resident and Board Candidate

Also present for a portion of the meeting were:

Sean Clair; Hall Contracting, LLC

Mike Chadwick; Chadwick Land Use Entitlements Co.

Daniel Frank; D. Frank Inc.

Lee Choi, Melissa Ross, Sara Wallinger, Perry

Richardson, Hedieh Taraghi, and Karah (last name unknown); District Residents

Disclosure 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 by Mr. Sorensen that disclosures of potential conflicts of interest were filed with the Secretary of State for Directors Altman and Rohde, and no new conflicts of interest were disclosed at the meeting.

Quorum / Meeting Location / Posting of Notices

Mr. Sorensen confirmed the presence of a quorum. 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.

The Board determined that the meeting would take place via Zoom video/telephone conference. Mr. Sorensen reported that notice was duly posted on the website of the District, and that no objections to the meeting location or the video/telephonic manner of the meeting, or any requests that the meeting location or video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

Designation of 24-Hour Posting Location

Following discussion, and upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board designated the location for the posting of 24-hour meeting notices as the District website. If for any reason notice cannot be posted on the website, physical notice will be posted at the Copperleaf Arboretum Clubhouse, 4895 S. Tibet St., Aurora.

Approval of Agenda

The Board reviewed the agenda for the meeting. Following review and discussion, and upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board approved the agenda, as amended.

May 2, 2023 Regular Directors’ Election (“Election”)

Mr. Sorensen informed the Board that the Election was cancelled, as permitted by statute, as there were not more candidates than seats available. Director Altman was deemed elected to a 2-year term ending in May 2025, and the three vacancies on the Board to May 2027 were confirmed.

Appointment of Joseph Cervone

It was noted that Mr. Cervone had previously been serving on the Board, but had withdrawn his Self-Nomination and Appointment form for the May 2, 2023 election in order to allow the District to cancel the election and avoid the expense of a mail ballot election. The Board noted that Mr. Cervone was qualified to be appointed to the Board again now that the election date has passed.

Following discussion, and upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board appointed Joseph Cervone to the Board of Directors, and the Oath of Director was administered verbally. Signed copies of Mr. Cervone’s Oath of Director and Certificate of

Appointment were then filed with the Arapahoe County Clerk and Recorder during the meeting, thus permitting Mr. Cervone to take action as a director during the meeting from this point forward.

Appointment of Officers

Following discussion, upon motion duly made by Director Altman, seconded by Director Rohde, and upon vote unanimously carried, the Board appointed the following officers:

- President: Michael R. Rohde
- Treasurer: Joseph Cervone
- Secretary: Craig Sorensen
- Assistant Secretary: James Altman

Copperleaf Dog Park:

Dog Agility Course

It was noted that the construction of the Dog Agility Course by Eagle Scout Joshua Bridgham was completed on April 30, 2023.

Construction Warranty Issues

Mr. Clair informed the Board that he had recently performed a walk-through of the Dog Park and had already identified most of the issues raised by Director Rohde's 5/1/23 email. Mr. Clair addressed the individual construction warranty issues, as follows:

- **Loose fence boards on exterior fence** – Will have the fence contractor repair/replace.
- **Gate latches/hinges broken** – Said the latches have been replaced several times. Will have the fence contractor reconstruct the gates with better latches and hinges.
- **Gate in the “small area” has a gap under it large enough for animals to get through** – Will have the fence contractor fix.
- **Loose capstones on retaining wall** – Said the glue releases over time and the capstones won't affix well after multiple re-gluings. Will purchase new capstones and replace the blocks underneath each capstone.
- **Water fountains inoperative** – Internal components have failed, and new components have been ordered.
- **Pet waste trash barrels rusting out or falling off mounting posts** – Indicated that the barrels are not under warranty and that the problems are the result of normal wear-and-tear. However, he will contact the

provider of the barrels to see if they can be replaced.

- **Grass worn down or worn completely away in some areas** – Said there is no warranty on sod due to wear-and-tear. He could regrade and install new sod, but it would not be covered by the warranty and would be an additional expense.
- **Water pooling in two areas in front of retaining wall and in area west of the shaded structure during irrigation or rain** – Will send his irrigation technician out this week to check for irrigation leaks.
- **Metal landscape edging on District property surrounding the park is protruding from the ground** – Will re-pin or replace the edging as needed.
- **Trees require pruning / possible dead trees** – Will have his maintenance crew prune as necessary and determine if there are any dead trees that need replacement.

Maintenance Issues

Mr. Clair then addressed the individual maintenance issues, as follows:

- **Pet waste not being picked up, not being removed from the trash barrels, and pet waste bag dispensers empty** – Indicated all these issues will be addressed by his maintenance crew. He will instruct them to replace the bags when they mow.
- **Fenced areas around trees not being cleared of trash (and not accessible without climbing the fence because there are no gates)** – Maintenance crew will remove the trash.
- **No snow removal at the park** – Mr. Clair was unsure whether Hall Contracting, LLC had any agreement regarding snow removal, and was going to contact Taylor Ware in his office.
- **Dead plant material along the perimeter** – Maintenance crew will remove the dead plant material and refresh the mulch.

Public Comment Regarding Dog Park

Melissa Ross, Lee Choi, Sara Wallinger, and Karah (last name unknown) provided public comments regarding maintenance issues and suggested improvements.

Following discussion, the Board determined that the District should obtain quotes from Hall Contracting, LLC for the following potential improvements:

- Preparation and installation of two signs (one at each

gate) that contain the standard “rules of conduct” for users of the Dog Park and that include a number to call in case of emergencies like broken sprinkler heads.

- Purchase and installation of a picnic table in the “small park” to provide a place for people to put their belongings and provide shade for small dogs.
- Add an additional pet waste station in the “small park.”
- Design and installation of a second gate for the “maintenance” entrance. The main entrance is double-gated, but the gate at the other end of the park is only a single gate, and was intended only for maintenance usage (mower access).
- Regrading/sod installation in worn areas.
- Potential tree replacement, if necessary.

Establishment of Dog Park Committee

Following discussion, the Board directed Attorney Williams to work with the Board to determine the details of the committee (number of members, process of appointment, procedures, rules of conduct, etc.) and prepare a committee establishment resolution for adoption at the next board meeting.

Copperleaf Trail System:

Discussions with Arapahoe Park & Recreation District Regarding Maintenance of the Trail System

The Board discussed the need to determine responsibility for maintenance of the trail system, and to contact Arapahoe Park & Recreation District in connection therewith.

Following discussion, Director Cervone volunteered to work on this matter, but requested additional assistance. Attorney Williams suggested that an engineer could be engaged by the District to perform a walk-through to document the trail system and its maintenance needs. Attorney Williams will research the issue and notify the Board if engagement of an engineer is advisable.

Establishment of Trail Maintenance Committee

Deferred. The Board determined there was no need for the establishment of a formal Trail Maintenance Committee at this time.

Capital Projects:

Potential Capital Construction Projects

Ms. Hamilton informed the Board that the District has \$292,840 in unexpended funds for capital projects. Attorney Williams noted that the funds could be used for

the contemplated Dog Park improvements, or to pay down the District's debt. Director Rohde indicated he was awaiting a response from Mr. Daniel Frank regarding construction of a traffic signal at the intersection of E. Radcliff Pkwy. & S. Picadilly St. Attorney Williams will contact Mr. Frank regarding status of the signalization.

Establishment of Capital Projects Committee

Directors Rohde and Cervone volunteered to serve on a Capital Projects Committee. Following discussion, the Board directed District Counsel to prepare a committee establishment resolution for adoption at the next board meeting.

Approval of Minutes

The Board reviewed the minutes of the November 7, 2022 Regular Meeting.

Following review and discussion, upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board approved the minutes, as presented.

Claims

Ms. Hamilton reviewed with the Board the claims for the period of November 8, 2022 through May 30, 2023, in the amount of \$37,342.99 (all approved and processed through bill.com).

Following review and discussion, and upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board ratified approval of the claims, as presented.

Following further discussion, the Board directed Ms. Hamilton to add Director Altman as an additional authorizer on bill.com.

Unaudited Financial Statements

Ms. Hamilton reviewed with the Board the unaudited financial statements for the period ending March 31, 2023.

Following review and discussion, and upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2023.

2022 Audit

Ms. Hamilton reviewed the 2022 Audit with the Board, noting that District Counsel has provided comments but comments from the auditor are still pending.

Following review and discussion, and upon motion duly made by Director Rohde, seconded by Director Altman, and upon vote unanimously carried, the Board approved the 2022 Audit (subject to receiving a clean opinion from the auditor), and authorized execution of the Representations Letter.

Legal Matters

There were no legal matters presented.

Other Business

There was no other business.

Adjournment

There being no further business coming before the Board, upon motion duly made by Director Cervone, seconded by Director Rohde, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on June 29, 2023.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Craig Sorensen

Secretary