

RECORD OF PROCEEDINGS

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

Held: Wednesday, April 3, 2024, 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
Joseph Cervone, Treasurer
Lauren Milam, Assistant Secretary
Deep Singh, Assistant Secretary

Following discussion, upon motion duly made by
Director Cervone, seconded by Director Rohde, and
upon vote unanimously carried, the Board excused the
absence of Director James Altman.

Also present were:

Paula J. Williams, Esq. and Craig Sorensen; McGeady
Becher P.C.
Cathy Hamilton; Simmons & Wheeler, P.C.

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 Cervone 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.

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| Approval of Agenda | The Board reviewed the agenda for the meeting. Following review and discussion, and upon motion duly made by Director Cervone, seconded by Director Rohde, and upon vote unanimously carried, the Board approved the agenda, as amended. |
| Approval of Minutes | The Board reviewed the minutes of the February 16, 2024 Special Meeting.

Following review and discussion, upon motion duly made by Director Rohde, seconded by Director Singh, and upon vote unanimously carried, the Board approved the minutes, as presented. |
| Public Comment | There was no public comment. |
| Financial Matters | There were no financial matters presented. |

Capital Improvements/Maintenance – Copperleaf Dog Park:

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| Service Agreement for Fence and Gate Replacement | Mr. Sorensen informed the District that the Agreement has been fully signed and that the initial District payment of 50% to the contractor is in process.

Following review and discussion, upon motion duly made by Director Rohde seconded by Director Cervone, and upon vote unanimously carried, the Board ratified approval of the Service Agreement for Fence and Gate Replacement between the District and Mile High Fence Inc. |
| Service Agreement for Landscape Reclamation and Revitalization | Mr. Sorensen informed the District that the Agreement has been fully signed.

Following review and discussion, upon motion duly made by Director Rohde seconded by Director Cervone, and upon vote unanimously carried, the Board ratified approval of the Service Agreement for Landscape Reclamation and Revitalization between the District and Nature’s Workforce, Inc. |

Service Agreement for Landscaping Services

Mr. Sorensen informed the District that the Agreement has been fully signed.

Following review and discussion, upon motion duly made by Director Rohde seconded by Director Cervone, and upon vote unanimously carried, the Board ratified approval of the Service Agreement for Landscaping Services (covering April 2024 – March 2026) between the District and Nature’s Workforce, Inc.

Status of Engagement of Pet Waste Removal Provider

Mr. Sorensen informed the Board that Scoop Soldiers has been unresponsive to requests for a proposal and agreement for pet waste removal services. Director Cervone indicated he would ask Scoop Soldiers to contact Mr. Sorensen directly.

Proposal for Replacement of Stolen Backflow Preventers

Mr. Sorensen reviewed with the Board the proposal from Pro Options Inc. for replacement of the two stolen backflow preventers and installation of new cages and locks, at a cost of \$3,820.00. Attorney Williams informed the Board that a theft claim has been filed with the District’s insurance carrier and that the carrier has requested a replacement quote in order to process the claim.

Following review and discussion, upon motion duly made by Director Cervone seconded by Director Milam, and upon vote unanimously carried, the Board approved the proposal from Pro Options Inc. for replacement of the two stolen backflow preventers and installation of new cages and locks, at a cost of \$3,820.00, and authorized preparation of a Service Agreement.

Maintenance of Dog Park Improvements

The Board discussed the Copperleaf Homeowners Association (“HOA”) potentially assuming maintenance responsibilities for the Dog Park improvements. Attorney Williams informed the Board that, if the HOA were to maintain the improvements, then appropriate easement and license agreements could be prepared. Directors Cervone and Rohde both indicated that they do not believe the Dog Park is currently in an acceptable condition for another party to assume maintenance responsibilities. Following discussion, the Board determined to defer this matter to the November 2024 regular meeting, by which time most of the revitalization and repair work on the Dog Park and related improvements will have been completed.

Legal Matters:

Broker Opinion of Value for Tract J3, Copperleaf Filing No. 2

Director Cervone informed the Board that Tract J3 was acquired by the District in January 2024 at an extremely reasonable price, and that Coldwell Banker Commercial now estimates the market value of Tract J3 at \$1,500,000.00.

Following review and extensive discussion upon motion duly made by Director Cervone, seconded by Director Rohde, and upon vote unanimously carried, the Board determined that it would be advantageous to list Tract J3 for sale and authorized execution of a one-year listing agreement with Coldwell Banker Commercial, subject to the District retaining the right of first and last refusal, and to an acceptable cap on the broker's commission percentage.

Other Business

Director Milam noted an issue with cars parking on East Radcliff Parkway adjacent to the Dog Park and obstructing traffic. Attorney Williams indicated that Arapahoe County (the "County") would be responsible for parking enforcement and installation of no parking signs. Director Cervone referenced his October 2023 conversations with the County in which the County indicated that it had not yet accepted responsibility for parking enforcement in that area. He confirmed for the Board that he will follow up with the County to see if the situation has changed.

Adjournment

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

The foregoing Minutes were approved by the Board of Directors on July 23, 2024.

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

Craig Sorensen

Secretary