
RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CONSERVATORY METROPOLITAN DISTRICT
HELD**

July 20, 2020

A Special Meeting of the Board of Directors (referred to hereafter as “Board”) of the Conservatory Metropolitan District, (referred to hereafter as “District”), was convened by video conference and telephonically due to declared emergency circumstances. The meeting was open to the public and the conferencing information was posted.

ATTENDANCE

Directors In Attendance Were:

Birgit Baldwin
Joy DeMots
Pedro L. Moczo, Jr.
Robert C. Giles
David E. Altman

Also In Attendance Were:

AJ Beckman; Public Alliance, LLC

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

Georgia Harland; Simmons and Wheeler, P.C.

Laverne Palmer and Ken Hostetler; residents

**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 Baldwin, Moczo, DeMots, Altman, and Giles, 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 Giles led the Board in reciting the Pledge of Allegiance.

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ADMINISTRATIVE MATTERS

Agenda: Mr. Beckman reviewed the proposed Agenda with the Board for the District's Special Meeting.

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

Ms. Palmer then requested that the Board observe a moment of silence in recognition of the recent passing of Representative John Lewis. The Board observed a moment of silence.

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the June 15, 2020 Regular Meeting, as amended.
- Ratify Fourth Addendum to Independent Contractor Agreement with BrightView Landscape Services, Inc. ("BrightView") for Landscaping Improvements to the South Entry at Nepal, and the North Entry along Conservatory Parkway in the amount of \$42,113.47.
- Ratify Fifth Addendum to Independent Contractor Agreement with BrightView for Removal of 21 Ash Trees in the amount of \$6,412.88.
- Ratify Sixth Addendum to Independent Contractor Agreement with BrightView for Replacement of Four-Inch Shut Off Valve for Valve No. 2 in the amount of \$2,322.67.
- Ratify Seventh Addendum to Independent Contractor Agreement with BrightView for Backflow Preventer Testing in the amount of \$1,260.
- Ratify Eighth Addendum to Independent Contractor Agreement with BrightView for Adjustments to the Scope of Work for Landscaping Improvements to the South Entry at Nepal, and the North Entry along Conservatory Parkway for a credit of \$2,783.72 to the original project cost bringing the final project cost to \$39,329.75.
- Ratify Ninth Addendum to Independent Contractor Agreement with BrightView for One Time Water of New Trees in the amount of \$500.
- Ratify Tenth Addendum to Independent Contractor Agreement with BrightView for Planting Two Trees in the amount of \$1,400.
- Ratify Eleventh Addendum to Independent Contractor Agreement with BrightView for Removal of Nine Additional Larger Trees to Ground Level and Stumps in the amount of \$2,700.
- Ratify Twelfth Addendum to Independent Contractor Agreement

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with BrightView for Extra Landscape at Jericho and Hampden in the amount of \$6,913.28.

- Ratify online application to the Coronavirus Relief Fund to recover up to \$2,408.07 in eligible expenses.

Following discussion, upon motion duly made by Director Giles, seconded by Director Altman and, upon vote, unanimously carried, the Board approved, ratified and/or accepted the Consent Agenda items.

COMMUNITY COMMENTS

HOA Reports and Updates: Mr. Beckman reported that he received an email from the HOA Manager regarding Tract O, noting that the HOA is paying for mowing and irrigation costs although the District's Maintenance Responsibility Map shows this as being District Property. Mr. Beckman asked Mr. Altman if he would like to present this and any other issues on behalf of the HOA. Mr. Altman noted that the HOA is providing maintenance on the Tract and asked for clarification on the ownership. Attorney Tanaka reported that the Tract is owned by the District and noted that she would forward a copy of the Deed to the Board. Director Baldwin reported that the maintenance of Tract O is included in the District's maintenance contract with BrightView; therefore, if the HOA is being charged for the maintenance of the tract they should take the issue up with BrightView. Director Baldwin then explained that the District pays for certain items situated on HOA property, such as the mail kiosk and pet station situated on Tract P. She explained that while the HOA may be paying for the irrigation water, the District is paying for items which essentially offset the cost of the irrigation. She explained that in her opinion it would not be worthwhile to carefully segregate certain expenses since the individual homeowners ultimately pay for all of the costs; therefore, this would essentially be an accounting exercise with no tangible benefit to the constituents.

Director Baldwin asked the Directors individually if they were in favor of further exploration of separating costs paid by the District for HOA benefit and vice versa. Director Giles noted that he is not in favor and reported that he has observed BrightView maintaining Tract O since he has lived in the District which suggests that the District has paid for the landscaping maintenance in the past. Director DeMots agreed that there is no need to get into detail separating the expense. Directors Moczo and Altman were also in agreement that no further research is necessary.

Mr. Beckman then noted the HOA's recent request for permission to place banners announcing community events on District property and suggested that the locations for banner placement should be determined in advance if

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the District were to approve the request to ensure that the banners don't conflict with the irrigation lines or sprinkler paths. Mr. Altman explained that the banners are always placed in the same general location and the size of the banners is relatively small they so they should not interfere with the District's irrigation. Attorney Tanaka asked about the content of the messages that will be displayed. Mr. Altman explained that the content is always related to community events, but nothing of a political nature. Director Giles recommended that a process giving notice to the District via the Manager and President of the location for the requested posting as well as the date to be posted and the date to be removed would be helpful. Director DeMots asked if the HOA would allow the District to use the Clubhouse in exchange for the posting of banners on HOA property. Director Altman noted that there are a few issues between the HOA and the District that should be resolved. Discussion ensued regarding the various issues that the Directors would like to resolve with the HOA and the events that led to the current lack of cooperation.

Director Baldwin discussed the decline of a London Plane tree last year which she reported was likely due to the HOAs underdrain contractor who parked a piece of heavy equipment over the roots. Director Altman reported that the HOA Board voted on the replacement of the tree at the HOA's expense. However, when called for a vote, the board action failed due to a stalemate. Ms. Palmer then noted that she was present when this matter was discussed by the HOA. She explained that she was a proponent of passing the cost onto the contractor since the contractor did not have permission from the District to be on District property; however, the HOA did not pursue this option. Director Altman explained that the matter was not pursued by the HOA because the contractor was acting at the direction of the HOA, and, furthermore, the actual cause of the death for the tree could not be verified.

Following discussion, the Board directed Mr. Beckman to prepare a letter agreement setting forth the issues between the two organizations, as recognized by the District, and a proposed cooperative solution, to be circulated to the Board for review and discussion. Once the Board reaches consensus the letter will be sent to the HOA for consideration.

Public Comment: Mr. Hostetler joined the meeting to discuss the status of Pond No. 7 (note: this item is not presented in the chronological order of events in order to maintain consistency for records retention purposes). Mr. Hostetler addressed the recent work in Pond 7 explaining that the outfall structure is at a higher grade than the channel that was established to expedite drainage. As a result, water is ponding near the outfall structure causing stagnation and an increase in mosquitos. Following discussion, the

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Board directed the Pond Committee to investigate further and make a recommendation to the Board. Ms. Palmer noted that mosquito control measures are covered in the District's Detention Ponds Inspections and Maintenance Plan ("I&M Plan") approved by the City of Aurora. Mr. Hostetler was satisfied with the Board's response and excused himself from the meeting.

FINANCIAL MATTERS

Claims: Ms. Harland reported that the bills from Aurora Water have not yet been received. She then reviewed with the Board the check register for the period ending July 15, 2020, including check numbers 3400 through 3410, totaling \$82,203.47. She noted that the payments to Masterful Masonry for retaining wall repairs and BrightView for monument area improvement are nontypical expenses.

Following discussion, upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved check numbers 3400 through 3410, totaling \$82,203.47.

Financial Statements: Ms. Harland reviewed with the Board the unaudited financial statements of the District for the period ending June 30, 2020.

Following discussion, upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District for the period ending June 30, 2020.

Cash Position Schedule and Analysis of Projected Cash Balances for Operations: Ms. Harland reviewed with the Board the Analysis of Projected Cash Balances for Operations, and the Cash Position Schedule as of July 20, 2020.

FirstBank Checking Account: Ms. Harland explained that in order to improve the workflow efficiency for banking matters, she recommends that the Board move its checking account to FirstBank. She explained that each Director will need to complete a form with personal information which should be physically given to Director Baldwin, who will hold for pickup by Ms. Harland, rather than emailing documents of this nature.

Following discussion, upon motion duly made by Director Giles, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved moving the District's checking account to FirstBank and all actions necessary in connection therewith.

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2021 Budget: Director Baldwin discussed the budget preparation process noting that the initial draft will be prepared by Ms. Harland then the President, Accountant, Treasurer and Manager will review in greater detail. The revised draft will be presented to the Board at the September Board meeting. Director Baldwin requested that Directors provide their 2021 budget item requests to the Manager by August 20th including as much financial backup and cost verification as possible. She explained that the Directors will be expected to thoroughly research budget items prior to submitting them to the Manager. Director Altman noted that he would like to see a greater number of trees replaced in 2021.

Ms. Harland excused herself from the meeting at this time.

OPERATIONS MATTERS

Manager's Report: The Board reviewed the District Manager's Report.

Maintenance Responsibility Map: The Board reviewed the revised map. Mr. Beckman reported that the signs for the mail kiosks are being reprinted, as some of the colors did not print correctly. The revised signs should be ready within the next few business days and Mr. Beckman will proceed with posting once they are ready and the final map is approved.

Following discussion, upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved the updated version of the Maintenance Responsibility Map.

Annual Maintenance Tracking Matrix and Committee Reporting Form: Director Baldwin reviewed the documents with the Board.

Detention Pond Committee Report: The committee reviewed the report with the Board.

Bid Tabulation for Engineering and Survey Services for Erosion Protection and Drainage Improvements of Water Quality Control Pond 6: Mr. Altman reviewed the bid tabulation with the Board. He explained that the Detention Pond Committee was in agreement that RG and Associates, LLC was the best candidate for the work. Director Baldwin asked if the committee had reviewed references. Ms. Palmer noted that Mr. Beckman was familiar with all three of the top candidates. Mr. Beckman noted that all are reputable firms and he has no reservations with any of them.

Following discussion, upon motion duly made by Director Baldwin,

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seconded by Director Altman and, upon vote, unanimously carried, the Board approved the engagement of RG and Associates, LLC and an Independent Contractor's Agreement with RG, subject to legal finalization.

Request for Proposals ("RFP") for I&M Plan: Director DeMots reviewed the RFP with the Board. Mr. Beckman explained that the appropriate contractors to perform the inspections and maintenance would be landscaping contractors. Upon approval he will distribute to several landscaping companies.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Altman and, upon vote, unanimously carried, the Board approved the RFP for the I&M Plan.

Mail Kiosk Maintenance: Director Moczo reviewed his report with the Board. He noted that he will work with Mr. Beckman to obtain bids for the repair work. Director Giles reported that Kiosk No. 4 appears to have been hit by a car. Director Moczo will update the report as necessary.

LANDSCAPING MATTERS

Landscape Expenditure Budget Tracking Matrix: Mr. Beckman reviewed the matrix with the Board.

BrightView Report: The Board reviewed the report.

Landscaping Committee Report: Director Baldwin reviewed the report with the Board.

BrightView proposal for over-seeding and weeding in Tracts B and J: Director Baldwin reviewed the proposal with the Board and recommended Board approval.

Following discussion, upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved the proposal for an amount not to exceed \$4,166.32.

BrightView proposal for trimming Sea Green Junipers: Director Baldwin discussed Sea Green Junipers placed throughout the community and the rationale for the placement. She explained that they can be pruned but the work must be done carefully. She noted Landscaping Architects Wendy Booth and Tim Dunn both advised

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her in separate conversations that pruning must be done carefully, and only at certain times of the year. She reviewed a proposal from BrightView in the amount of \$4,950. Director Giles reported that he independently researched the pruning and agreed that it must be done carefully and only at certain times of the year with no more than a foot of plant material removed per pruning. Director Baldwin recommended that the pruning proposal be revisited this spring. No further action was taken.

BOARD MEMBER INPUT

Director Baldwin, President: Nothing to discuss

Director Moczo, Secretary: Nothing to discuss

Director DeMots, Treasurer: Nothing to discuss

Director Giles, Assistant Secretary: Nothing to discuss

Director Altman, Assistant Secretary: Nothing to discuss

OTHER BUSINESS

Community Outreach: The Board discussed items for Community Outreach.

- Pond No. 6 Inlet Extension Project
- Pond No. 7 Maintenance
- Detention Ponds I&M Plan and status of bidding services
- Pet waste disposal station maintenance
- Installation of planted beds at monuments
- Mail kiosk maintenance

LEGAL MATTERS

Nothing to discuss.

EXECUTIVE SESSION

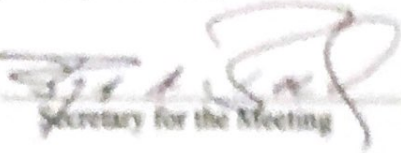
The Board determined not to enter into executive session.

ADJOURNMENT

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

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Respectfully submitted,

By 
Secretary for the Meeting