

MINUTES OF THE REGULAR MEETING OF THE  
BOARD OF DIRECTORS OF

LEYDEN ROCK METROPOLITAN DISTRICT

Held: Tuesday, November 15, 2022 at 6:00 P.M. via  
Teleconference

**Attendance**

The regular meeting of the Board of Directors of the Leyden Rock Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Brett Vernon  
Scott Plummer  
Jeff Cunningham  
Christian Ardita

Director Tanis Batsel-Stewart was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present: Megan J. Murphy, Esq. and Erin K. Stutz, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Ben Smith, District Manager, Jeremy McClain, and Katie Call, CCMC; and Alex Fink, District Accountant, CliftonLarsonAllen, LLP.

**Call to Order**

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest  
Disclosures**

Ms. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted.

**Agenda**

The Board reviewed the agenda as presented. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as amended.

**Public Comment**

None.

**Consent Agenda**

Following a summary by Ms. Murphy, the items on the consent agenda were ratified, approved or accepted in one motion duly made and seconded and unanimously carried:

- Minutes from October 18, 2022 Regular Meeting; and
- Minutes from November 7, 2022 Special Meeting.

**Director Matters**

Consider Approval of Tree Planting Location to be the lot between W. 85<sup>th</sup> Bluff and W. 84<sup>th</sup> Place

Deferred.

Other Director Matters

Director Cunningham inquired about a directory for services offered by Leyden Rock residents. Ms. Call noted she and Ms. Ahern have discussed this before and will work on something to be distributed in the community newsletter.

**Financial Matters**

Consider Approval of Payables/Financials

Mr. Fink presented the Financial Statements dated September 30, 2022 and Schedule of Cash Position dated September 30, 2022 updated as of November 8, 2022. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Financial Statements and Schedule of Cash Position.

Conduct Public Hearing on 2022 Budget Amendment and Consider Approval of Resolution Amending the 2022 Budget

Not necessary.

Conduct Public Hearing on 2023 Budget and Consider Approval of 2023 Budget Resolution

The public hearing on the proposed 2023 Budget was opened. Ms. Murphy noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Fink reviewed the 2023 Budget and 2023 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills as shown in the 2023 Budget with the following modifications: an election expense of \$40,000 to be added to the budget, final CCMC contract numbers to be inserted, the new Operations Fee amount inserted, and subject to receipt of final assessed valuation.

The Board directed legal counsel and the District's accountant to certify the mill levies by December 15, 2022 and file the 2023 Budget by January 30, 2023.

DLG70 Mill Levy Certification Form

Mr. Fink requested that a Board member sign the form DLG70 on behalf of the District. Ms. Murphy noted that White Bear Ankele Tanaka & Waldron does not recommend a Board Member sign the form and recommends the District's accountant continue to sign the form as they have done in the past. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized Director Cunningham to sign the form DLG70 with Director Vernon as alternate signor.

Consider Approval of Second Amended and Restated Resolution Concerning the Imposition of an Operations Fee

Ms. Murphy presented the Second Amended and Restated Resolution Concerning the Imposition of an Operations Fee to the Board noting that Tract K, Filing No. 6 is being increased based on increased maintenance costs. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution.

Approval of Special Districts Preparation Scope of Work, and Payroll Services Scope of Work with Clifton Larson Allen LLP for District Accounting Services

Mr. Fink presented the Special Districts Preparation Scope of Work and Payroll Services Scope of Work to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the scope of work.

Executive Session

Upon a motion duly made and seconded, followed by an affirmative vote of at least two-thirds of the quorum present, the Board entered into executive session at 6:44 p.m. for the purpose of receiving legal advice as it relates to the Seventh Amendment to Independent Contractor Agreement with Capital Consultants Management Corporation and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy

for negotiations, instructing negotiators related to Seventh Amendment to Independent Contractor Agreement with Capital Consultants Management Corporation.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of legal counsel to the District, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Also pursuant to Section 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Board reconvened in regular session at 7:14 p.m.

### **District Management Matters**

District Manager Report      Mr. Smith presented the Manger Report to the Board.

Capital Projects Discussion      Following discussion the Board determined to discuss capital projects at the regular meeting on December 20, 2022.

#### **2023      Operations      and Maintenance Contractors**

*Consider Approval of Seventh Addendum to Contract with Allied Waste Transportation, Inc. d/b/a Republic Services of Denver*      Ms. Murphy presented the Seventh Addendum to Contract with Allied Waste Transportation, Inc. d/b/a Republic Services of Denver to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the addendum.

*Consider Approval of Second Amendment to Independent Contractor Agreement with Aqua Sierra, Inc*      Ms. Murphy presented the Second Amendment to Independent Contractor Agreement with Aqua Sierra, Inc. to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment, subject to final legal review.

*Consider Approval of Seventh Amendment to Independent Contractor Agreement with Capital Consultants Management*      Ms. Murphy presented the Seventh Amendment to Independent Contractor Agreement with Capital Consultants Management Corporation to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment, subject to final legal review.

*Corporation*

*Consider Approval of Fourth Amendment to Independent Contractor Agreement with CTL Thompson, Inc.* Ms. Murphy presented the Fourth Amendment to Independent Contractor Agreement with CTL Thompson, Inc. to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment.

*Consider Approval of Independent Contractor Agreement with Keesen Landscaping* Ms. Murphy presented the Independent Contractor Agreement with Keesen Landscaping to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

*Consider Approval of First Amendment to Independent Contractor Agreement with Lee Design Group, LLC* Ms. Murphy presented the First Amendment to Independent Contractor Agreement with Lee Design Group, LLC to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment.

*Consider Approval of Eighth Amendment to Independent Contractor Agreement with Long Corporation d/b/a Poop 911* Ms. Murphy presented the Eighth Amendment to Independent Contractor Agreement with Long Corporation d/b/a Poop 911 to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment.

*Consider Approval of First Amendment to Independent Contractor Agreement with Mile High Pools LLC* Ms. Murphy presented the First Amendment to Independent Contractor Agreement with Mile High Pools LLC to the Board. Following discussion, upon a motion duly made and seconded the Board unanimously approved the amendment, subject to final review by legal, Director Ardita, and Director Plummer.

*Consider Approval of First Amendment to Independent Contractor Agreement with Peak One Pool & Spa* Ms. Murphy presented the First Amendment to Independent Contractor Agreement with Peak One Pool & Spa to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment.

*Consider Approval of First Amendment to Independent Contractor Agreement with The Helping Hand, Ltd.* Ms. Murphy presented the First Amendment to Independent Contractor Agreement with The Helping Hand, Ltd. to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment, subject to final legal review.

*Consider Approval of Eighth Amendment to Independent Contractor Agreement with C.R. Dotterer, Inc. d/b/a Weed Wranglers* Ms. Murphy presented the Eighth Amendment to Independent Contractor Agreement with C.R. Dotterer, Inc. d/b/a Weed Wranglers to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the

*Dotterer, Inc. d/b/a Weed Wranglers* amendment.

*Consider Approval of Proposal with Sunset Hill for Window Washing, Pool Deck Powerwashing, and more* Ms. Call presented the Proposal with Sunset Hill to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposal for one cleaning per year.

*Consider Approval of Mail Kiosk Enhancement* Ms. Call presented a Proposal for Mail Kiosk Enhancement to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the proposal.

*Consider Renewal of Property and Liability Coverage and Workers Compensation Coverage and SDA Membership* Ms. Murphy presented the Property Liability Schedule and Limits to the Boards. Following discussion, upon a motion duly made and seconded the Boards unanimously approved the schedule with excess liability coverage in the amount of \$5,000,000, workers compensation coverage, and renewal of the SDA membership for 2023.

Other Management Matters Director Plummer inquired about staining the clubhouse. Ms. Call noted she is working on a proposal.

## **Legal Matters**

Consider Adoption of 2023 Annual Administrative Resolution Ms. Murphy presented the 2023 Annual Administrative Resolution to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Adoption of Resolution Calling May 2023 Election Ms. Murphy presented the Resolution Calling May 2023 Election to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution designating the District's website and the community newsletter as the second method of providing notice of the call for nominations.

Director Vernon inquired about a drop box at the clubhouse for the May 2023 Election and directed legal counsel to investigate this option.

Other Legal Matters

Executive Session

Upon a motion duly made and seconded, followed by an affirmative vote of at least two-thirds of the quorum present, the Board entered into executive session at 7:52 p.m. for the purpose of receiving legal advice as it relates to Agreement in the Nature of an Accord Concerning Infrastructure Acquisition and Reimbursement Agreement (the “Agreement”) and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations and instructing negotiators as it relates to the Agreement pursuant to Section 24-6-402(4)(b), C.R.S.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of legal counsel to the District(s), constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 8:15 p.m.

**Other Business**

Next meeting December 20<sup>th</sup> at 6:00 p.m.

**Adjournment**

There being no further business to come before the Board and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*Scott J Plummer*  
Scott J Plummer (Jan 11, 2023 17:44 MST)

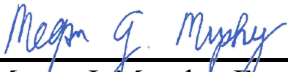
Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 20<sup>th</sup> day of December, 2022.

**Attorney Statement:**

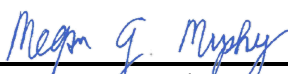
ATTORNEY STATEMENT  
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Leyden Rock Metropolitan District, I attended the executive session at the regular meeting of Leyden Rock Metropolitan District convened at 6:44 p.m. on November 15, 2022 for the sole purpose of discussing the Seventh Amendment to Independent Contractor Agreement with Capital Consultants Management Corporation and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, instructing negotiators related to Seventh Amendment to Independent Contractor Agreement with Capital Consultants Management Corporation as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.

  
\_\_\_\_\_  
Megan J. Murphy, Esq.

ATTORNEY STATEMENT  
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Leyden Rock Metropolitan District, I attended the executive session at the regular meeting of Leyden Rock Metropolitan District convened at 8:15 p.m. on November 15, 2022 for the sole purpose of discussing the Agreement in the Nature of an Accord Concerning Infrastructure Acquisition and Reimbursement Agreement (the “Agreement”) and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations and instructing negotiators as it relates to the Agreement pursuant to Section 24-6-402(4)(b), C.R.S. as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.

  
\_\_\_\_\_  
Megan J. Murphy, Esq.