

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE VISTA RIDGE METROPOLITAN DISTRICT HELD MARCH 18, 2021

A special meeting of the Board of Directors of the Vista Ridge Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, the 18<sup>th</sup> day of March, 2021, at 5:30 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, the District Board meeting was held by video/telephone conference with all participants attending via video/teleconference. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Michael Lund  
Tony Whiteley  
John Z. Ocwieja  
Paul Squillace  
James Schulze

#### Also In Attendance Were:

Matt Cohrs and Nick Moncada; Special District Management Services, Inc. (“SDMS”)

MaryAnn McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C. (for a portion of the meeting)

Members of the public included Ruth Nyhus and Lori

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board noted it was in receipt of disclosures of potential conflict of interest statements for Director Lund and that said statement was filed with the Secretary of State at least seventy-two hours in advance of the meeting in accordance with the statute. Mr. Cohrs requested that the Directors consider whether they had any new conflicts of interest which had not been previously disclosed. There were no additional disclosures made.

#### ADMINISTRATIVE MATTERS

Agenda: Mr. Cohrs requested that the Board review and approve the proposed agenda for the District’s special meeting.

Following discussion, upon motion duly made by Director Whiteley, seconded by Director Ocwieja and upon vote, unanimously carried, the agenda was approved as amended.

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**Confirmation of Meeting Location:** The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that, 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, the meeting would be held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

**Snow Removal Issues:** The Board discussed snow removal issues. The Board requested staff to work with the current vendor, CoCal Landscape Services, Inc., as well as proceed with new requests for 2021-2022 service proposals for consideration at the July meeting.

**Resignation of Director Squillace:** Director Squillace reported to the Board that he intends to resign in the fall. No action was taken by the Board and deferred this matter to be addressed at the next meeting.

**Secretary to the Board:** The Board considered the resignation of Judy Leyshon and the appointment of Matt Cohrs as Secretary to the Board.

Following discussion, upon motion duly made by Director Lund, seconded by Director Ocwieja and, upon vote, unanimously carried, the Board accepted the resignation of Judy Leyshon as Secretary to the Board and appointed Matt Cohrs as Secretary to the Board.

**Minutes of the November 12, 2020 Meeting:** The Board reviewed the Minutes of the November 12, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Ocwieja, seconded by Director Lund and, upon vote, unanimously carried, the Minutes from November 12, 2020 were approved, as presented.

**McGeady Becher P.C. Document Retention Policy:** Attorney McGeady presented to the Board an update to the McGeady Becher P.C. Document Retention Policy.

Following discussion, the Board acknowledged the update and directed a copy of the approved McGeady Becher P.C. Document Retention Policy be attached to the Minutes for this meeting.

**Public Comment:** There was no public comment.

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**LEGAL MATTERS** **Sidewalk Claim:** There was nothing new to report.

**EXECUTIVE SESSION:** Pursuant to Section 24-6-402(4) of the Colorado Revised Statutes, upon motion duly made by Director Ocwieja, seconded by Director Lund and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 6:20 P.M. for the purpose of receiving from the Board's attorney legal advice as authorized by Section 24-6-402(4)(b), C.R.S. and determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators as authorized by Section 24-6-402(4)(e), C.R.S. regarding sidewalk maintenance and detention pond maintenance.

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

The Board reconvened in regular session at 7:35 P.M. No action was taken by the Board at this time.

**Engagement of Special Counsel:** The Board did not discuss engagement of Special Counsel.

**Pond 17 Maintenance:** The Board discussed the proposal from Aquatics Associates, Inc. for ongoing annual Pond 17 Maintenance.

Following discussion, upon motion duly made by Director Ocwieja, seconded by Director Squillace and, upon vote, unanimously carried, the Board ratified approval of proposal from Aquatics Associates, Inc. for ongoing annual Pond 17 Maintenance, in the amount of \$7,938.19.

**Maintenance of Pond 20 and South Entry Ponds:** The Board reviewed the proposals from CEM-Lake Management for maintenance of Pond 20 and south entry ponds.

Following discussion, upon motion duly made by Director Lund, seconded by Director Ocwieja and, upon vote, unanimously carried, the Board approved the proposal from CEM-Lake Management for Maintenance of Pond 20. The Board directed staff to notify CEM-Lake Management that the District is not accepting a long-term contract.

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## **FINANCIAL MATTERS**

**Ratification of Claims:** The Board considered ratifying the approval of the payment of claims as follows:

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Fund	Period Ending Nov. 6, 2020	Period Ending Dec. 31, 2020	Period Ending Jan. 15, 2021	Period Ending Feb. 25, 2021 Spec Payments
General	\$ 66,128.62	\$ 51,919.91	\$ 61,296.60	\$ 17,182.20
Debt	\$ -0-	\$ -0-	\$ 1,200.00	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 66,128.62</b>	<b>\$ 51,919.91</b>	<b>\$ 62,496.60</b>	<b>\$ 17,182.20</b>

Fund	Period Ending Feb. 28, 2021
General	\$ 43,818.92
Debt	\$ -0-
Capital	\$ -0-
<b>Total</b>	<b>\$ 43,818.92</b>

Following discussion, upon motion duly made by Director Squillace, seconded by Director Schulze and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

**Payment of Claims:** The Board reviewed the payment of claims ending March 11, 2021, totaling \$72,152.43.

Following review and discussion, upon motion duly made by Director Whiteley, seconded by Director Squillace and, upon vote, unanimously carried, the Board approved the payment of claims ending March 11, 2021, totaling \$72,152.43.

**Financial Statements:** Mr. Ruthven presented the unaudited financial statements and schedule of cash position for the period ending December 31, 2020.

Following review and discussion, upon motion duly made by Director Squillace, seconded by Director Ocwieja and, upon vote, unanimously carried, the Board accepted the unaudited financial statements and schedule of cash position for the period ending December 31, 2020.

### **OPERATION AND MAINTENANCE MATTERS**

**Project Manager's Report:** Mr. Moncada presented to the Board the Project Manager's Report which is attached hereto and incorporated herein.

**Damaged Column Repair:** Mr. Moncada reviewed with the Board the proposal from Olde English Masonry Inc. for damaged column repair, in the amount of \$5,530. No action was taken by the Board.

**Replacement of Edging:** Mr. Moncada reviewed with the Board the proposal from Arrowhead Landscape Services, Inc. to replace edging.

Following review and discussion, upon motion duly made by Director Squillace, seconded by Director Ocwieja and, upon vote, unanimously carried, the Board approved the proposal from Arrowhead Landscape Services, Inc. to replace edging.

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**LED Retrofit to Entry Monument Lighting:** Mr. Moncada presented the status on the Monument Sign Lighting Retrofit project.

**Privacy Fence Project:** Mr. Cohrs gave an update to the Board.

Following discussion, upon motion duly made by Director Schulz, seconded by Director Whiteley and, upon vote, unanimously carried, the Board authorized bidding and awarding the project for construction.

**Three Rail Fence Maintenance:** Mr. Cohrs gave an update to the Board.

**Conservation Trust Funds and District Trail Improvements:** The Board discussed the use of Conservation Trust Funds and District trail improvements. Mr. Cohrs will confirm use of the funds to reimburse budget expenditures.


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**OTHER MATTERS** **Farmers Irrigation and Reservoir Company (FRICO) Annual Meeting:** Mr. Cohrs reviewed a memo regarding the Farmers Irrigation and Reservoir Company (FRICO) Annual Meeting. No action was taken by the Board.

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

Respectfully submitted,

By   
Secretary for the Meeting

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### Attorney Statement Regarding Privileged Attorney-Client Communication

Pursuant to §24-6-402(2)(d.5)(II)(b), C.R.S., I attest that, in my capacity as the attorney representing the Vista Ridge Metropolitan District, I attended the executive session on March 18, 2021 for the sole purposes of providing legal advice on specific legal questions and discussing matters subject to contract negotiations, as authorized by §24-6-402(4)(b) and (e)(I) C.R.S. I further attest that it is my opinion that all of the executive session discussion constituted attorney-client privileged communication as provided by §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 §24-6-402(2)(d.5)(II)(b), C.R.S.

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MaryAnn M. McGeady, Esq.  
Legal Counsel  
Vista Ridge Metropolitan District