

**HEATHER GARDENS METROPOLITAN DISTRICT
REGULAR MEETING
Thursday, December 21, 2023**

The regular meeting of the Board of Directors of the Heather Gardens Metropolitan District was held in the board room and via Zoom/Telephone in the Heather Gardens Clubhouse at 2888 S. Heather Gardens Way, Arapahoe County, Colorado, on Thursday, December 21, 2023 at 1:00 P.M.

PLEDGE OF ALLEGIANCE: The Board recited the Pledge of Allegiance.

CALL TO ORDER: President Daniel Taylor called the meeting to order at approximately 1:00 P.M. on Thursday, December 21, 2023. A quorum was present.

BOARD MEMBERS PRESENT: President Daniel Taylor, Vice President Eloise Laubach, Secretary Robin O'Meara, Treasurer Rita Effler, and Director Craig Baldwin.

BOARD MEMBERS ABSENT: None.

STAFF PRESENT: Acting General Manager Holly Shearer.

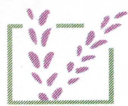
GUESTS PRESENT: Jennifer L. Ivey, Icenogle Seaver Pogue, P.C., six members of the Heather Gardens Association Board, Lynn Donaldson with Heather 'n Yon, and approximately 34 members of the public were present.

APPROVAL OF MINUTES: Motion made by Director Baldwin and seconded by Secretary O'Meara and passed unanimously to approve the minutes of the August 3, 2023, Special Meeting, with one minor change to the date on the last page.

Per the request of legal counsel, a motion made by Vice President Laubach to table the minutes of the October 19, 2023, Regular Meeting and the November 17, 2023, Special Meeting and seconded by Director Baldwin and passed unanimously.

PRESIDENT'S REPORT: President Taylor announced applications are being accepted for the Clubs and Activities Committee chair. Applications are available in the Management Office and will be forwarded to the Board.

TREASURER'S REPORT: Treasurer Effler reported that she is trying to track a disbursement from the District's operation account in the amount of \$179,347.48 and to confirm where a \$42,000 deposit to the reserves account came from. Controller Toennis will research the amounts and will follow up with her. Treasurer Effler also said she would review the vendor invoices for the District tomorrow and that any board member is welcome to join. Treasurer Effler also said she had questions about the mill levy and



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amount in the Zion account that she will discuss with former HGMD Treasurer Archambault.

COMMITTEE REPORTS:

President Taylor commented that committee agendas and reports in the future will go to Secretary O'Meara so that she may post them on the HGMD website.

- a. **Restaurant Report:** The Restaurant reports were in the packet. Secretary O'Meara reported the highlights of the "Renew the Rendezvous" project are moving along nicely; chef applications are coming in, they are working on a new menu, a new server has been hired, and Battle Born has been here overseeing the schedule of removal of the installation of equipment and professional cleaning and the layout of placement of new equipment. This will be done when the Rendezvous is closed from December 24, 2023, through January 1, 2024. They are also looking into a new point-of-sale system and a coffee machine specializing in different coffees. This is phase one of the renewal. Their marketing plan is in place, "Everyone is a winner scratch off," which will be sent to the residents to enjoy at the restaurant. They will be advertising once a month on Heather 'n Yon and continue to advertise restaurant specials and events on Pitera and HGMD website. The Restaurant Committee will meet a week from today at 3:00 p.m. in the board room. There were no further questions/comments.

- b. **Recreational Vehicle (RV) Lot Report:** The RV Lot report was in the packet. Chair McClure said their report was about the meeting with the parking management of the City of Aurora, and no action was taken. He had recently received a member's letter of resignation and read it. He has also spoken to Security Manager Marris about the security camera installed by Jon Howell at the RV lot. Security Manager Marris said the camera was tested and is working as designed, but that the coverage was very limited, and having it installed pointing at the gate, he found it insufficient and needed coverage for the perimeter. Security Manager Marris said he provided other alternatives/additions to Chair McClure that they can discuss further after the meeting. There were no further questions /comments.

UNFINISHED BUSINESS:

- a. **Approval to Pay Insurance Premium (\$56,288):** Motion made by President Taylor and seconded by Direct Baldwin and passed unanimously.

Text of Motion: I move that the Heather Gardens Metropolitan District Board of Directors approve the payment of its insurance premium through the Colorado Special District's Property and Liability Pool for \$56,288.

Explanatory Comment: Although the beginning of the year resolution approved the premium payment, we are taking this action because there was a question at the last meeting whether the hail and wind damage rider was included in the

premium amount, which it was. Treasurer Effler also wanted to inform everyone that volunteers are covered under the policy.

- b. Auditorium Floor:** Vice President Laubach asked about the status of the auditorium floor, which she thought would be done on the 18th of December. President Taylor said there was no contract, and they are working on getting three bids. Director Baldwin will work on it and schedule it when no classes occur.

NEW BUSINESS:

- a. Adopt Election Procedure Memorandum (PM) - 1:** This motion was tabled by Vice President Laubach for attorney Ms. Ivey to review and provide her advice to the Board, seconded by Director Baldwin, and passed.
- b. Approve to Update Signers on Key Bank Accounts:** Motion made by President Taylor and seconded by Vice President Laubach and passed unanimously.

Text of Motion: I move that the Heather Gardens Metropolitan District Board of Directors approve updating the signers on the Key Bank accounts. Past directors and officers of the District remain on the bank accounts. These names need to be removed, and the District Treasurer and President need to be added.

Explanatory Comment: We requested that management take care of this in July, and it was raised at the July 19th joint meeting. People who no longer have authority over the District need to be removed, and the current District officers need access to review the accounts.

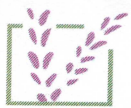
PUBLIC COMMENT: Two residents commented on the provision in the tabled Election PM-1 concerning the provision that the election materials must not contain any profanity or false statements. President Taylor stated that the PM language cites the statute.

EXECUTIVE SESSION: Upon motion by President Taylor, seconded by Secretary O'Meara, and unanimous vote, the Board entered into Executive Session at 1:44 p.m. pursuant to Section 24-6-402(4)(b) and/or 24-6-402(4)(e), C.R.S for the purpose of receiving legal advice on specific legal questions and/or determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators regarding the Management Agreement.

The Board reconvened the public meeting at approximately 2:25 p.m.

Approval of Actions Related to Enforcement of/Revisions to Litigation Regarding Management Agreement: Motion made by Secretary O'Meara and seconded by Director O'Meara and passed (4 For and 1 Against, Vice President Laubach).

I move to direct Peter Forbes, legal counsel for HGMD, to file a complaint seeking relief based upon Heather Gardens Association breach of the Management Agreement.



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Secretary O'Meara said this complaint does not mean that the boards cannot get together in the 60 days of the complaint being authorized. There is always time to talk.

ADJOURNMENT: Upon motion by Director Baldwin, and seconded by Vice President Laubach, and passed unanimously, the meeting adjourned at 2:29 p.m.

Daniel Taylor, President

Robin O'Meara, Secretary