

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STONE CREEK METROPOLITAN DISTRICT (THE “DISTRICT”) HELD FEBRUARY 24, 2021

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of the District was convened on Wednesday, the 24th day of February, 2021, at 1:00 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 Zoom without any individuals (neither District representative nor the general public) attending in person. The meeting was open to the public via Zoom.

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**Directors In Attendance Were:**

Patrick L. Lyng  
Peter J. Klymkow  
Eric Kubly  
Mauricio Barbera

**Also In Attendance Was:**

Peggy Ripko; Special District Management Services, Inc. (“SDMS”)

Elisabeth A. Cortese, Esq. and Suzanne Meintzer, Esq.; McGeady Becher P.C.

Gigi Pangindian; CliftonLarsonAllen LLP (“CLA”)

Michael Sanders; Choke Cherry Investors, LLC

Clay Herrin; resident of the District

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**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Cortese requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Cortese noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes.

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**ADMINISTRATIVE  
MATTERS**

**Agenda:** Ms. Ripko distributed for the Board’s review and approval a proposed Agenda for the District's Special Meeting.

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Following discussion, upon motion duly made by Director Lyng, seconded by Director Barbera and, upon vote, unanimously carried, the Agenda for the District's Special Meeting was approved, as amended.

**Confirmation of Meeting Location and Posting of Notice:** 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.

Following discussion, upon motion duly made by Director Lyng, seconded by Director Barbera and, upon vote unanimously carried, the Board determined that due to concerns regarding the spread of 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 Zoom without any individuals (neither District representatives, nor the general public) attending in person. The Board further noted that notice providing the date, time and means of hosting the meeting was duly posted and that they have not received any objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Lyng, seconded by Director Barbera, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24 hours prior to each meeting on the District's website at: <https://stonecreekmd.colorado.gov/>, or if the website is unavailable at: the telephone pole at Scott Avenue and Interlocken Street.

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

**Minutes:** The Board reviewed the Minutes of the November 18, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Klymkow, seconded by Director Lyng and, upon vote unanimously carried, the Board approved the Minutes of the November 18, 2020 Special Meeting.

**Resolution No. 2021-02-01; First Amendment to Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices ("First Amendment"):** Ms. Ripko discussed the First Amendment with the Board, noting that the First Amendment changes the meeting time from 11:00 a.m. to 1:00 p.m.

Following discussion, upon motion duly made by Director Barbera, seconded by Director Kubly and, upon vote, unanimously carried, the Board adopted the First Amendment.

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### FINANCIAL MATTERS

**Claims:** The Board considered approval of the payment of claims released and held checks for the period as follows:

Fund	Claims Released February 16, 2021	Held Checks February 16, 2021
<b>Total</b>	<b>\$ 13,109.19</b>	<b>\$ 76,111.83</b>

Following discussion, upon motion duly made by Director Klymkow, seconded by Director Lyng, upon vote, unanimously carried, the Board approved the payment of claims released, as presented.

Following discussion, upon motion duly made by Director Barbera, seconded by Director Klymkow, upon vote, unanimously carried, the Board approved the payment of the held checks, as presented.

**Unaudited Financial Statements:** Ms. Pangindian presented the unaudited financial statements for the period ending December 31, 2020, schedule of cash position for the period ending December 31, 2020, updated on February 18, 2021 and the developer advances dated December 31, 2020.

Following review and discussion, upon motion duly made by Director Klymkow, seconded by Director Lyng and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2020, schedule of cash position for the period ending December 31, 2020, updated on February 18, 2021 and the developer advances dated December 31, 2020.

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### CAPITAL IMPROVEMENTS

**Project Status Report:** It was noted that the clubhouse is anticipated to be ready for a 2021 Memorial Day opening. The Board entered into discussion regarding creation of a Pool Opening Committee. The Pool Opening Committee will work with Ms. Ripko to establish a pool reservation system and other matters related to opening of the pool.

Following discussion, upon motion duly made by Director Lyng, seconded by Director Kubly and, upon vote, unanimously carried, the Board appointed Directors Klymkow and Barbera to the Pool Opening Committee.

**Task Order No. 03 to Service Agreement for District Oversight Services by and between the District and Storm Water Asset Protection LLC for State and Local Permit Compliance Inspections and Documentation:** The Board reviewed Task Order No. 03 to Service Agreement for District Oversight Services by and between the District and Storm Water Asset Protection LLC for State and Local Permit Compliance Inspections and Documentation.

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Following discussion, upon motion duly made by Director Lyng, seconded by Director Barbera and, upon vote, unanimously carried, the Board approved Task Order No. 03 to Service Agreement for District Oversight Services by and between the District and Storm Water Asset Protection LLC for State and Local Permit Compliance Inspections and Documentation through March 31, 2021, in the amount of \$3,160.

**Amendment to Master Service Agreement by and between the District and Independent District Engineering Services, LLC:** The Board reviewed an Amendment to Master Service Agreement by and between the District and Independent District Engineering Services, LLC.

Following discussion, upon motion duly made by Director Barbera, seconded by Director Klymkow and, upon vote, unanimously carried, the Board approved the Amendment to Master Service Agreement by and between the District and Independent District Engineering Services, LLC.

**Scope Change to Task Order No. 02 to Master Service Agreement by and between the District and Independent District Engineering Services, LLC for Additional Services 1.0 – 4.0:** The Board deferred discussion of this matter.

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### **EXPENDITURE VERIFICATION/ COST CERTIFICATION**

**Expenditure Verification Report No. 11 Certifying District Eligible Improvements:** The Board deferred discussion of Expenditure Verification Report No. 11.

**Pay Application Nos. 27 through 28 under the Hudick Excavating, Inc. (“HEI”) Contract:** The Board reviewed Pay Application Nos. 27 through 28 under the HEI Contract.

Following discussion, upon motion duly made by Director Klymkow, seconded by Director Barbera and, upon vote, unanimously carried, the Board approved Pay Application Nos. 27 through 28 under the HEI Contract.

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### **LEGAL MATTERS**

**Perpetual Reciprocal Easement and Public Access Agreement by and between the District and Choke Cherry Investors, LLC:** Attorney Cortese discussed status of the Perpetual Reciprocal Easement and Public Access Agreement by and between the District and Choke Chery Investors, LLC. No action was taken by the Board.

*Quit Claim Deed from Choke Cherry Investors, LLC to the District (Tracts A through L, inclusive; Tracts N through S, inclusive; and Tracts V through Y, inclusive):* Attorney Cortese presented to the Board a Quit Claim Deed from Choke Cherry Investors, LLC to the District (Tracts A through L, inclusive; Tracts N through S, inclusive; and Tracts V through Y, inclusive).

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Following discussion, the Board determined to defer acknowledgement of the Quit Claim Deed from Choke Cherry Investors, LLC to the District (Tracts A through L, inclusive; Tracts N through S, inclusive; and Tracts V through Y, inclusive), pending final comments from real estate counsel for Choke Cherry Investors, LLC, and review by District legal counsel.

*Executive Session Pursuant to Sections 24-6-402(4)(a) and (b), C.R.S., to Receive Legal Advice Regarding the Transfer or Conveyance of Real Property:* The Board determined it was not necessary to adjourn to Executive Session.

**Resolution No. 2021-02-02; Resolution Concerning Use of District Recreational Facilities by Outside Users – 2021 Season:** The Board discussed Resolution No. 2021-02-02; Resolution Concerning Use of District Recreational Facilities by Outside Users – 2021 Season. The Board set the maximum number of outside users at twenty-four (24), with a fee of \$950.

Following discussion, upon motion duly made by Director Barbera, seconded by Director Klymkow and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-02-02; Resolution Concerning Use of District Recreational Facilities by Outside Users – 2021 Season.

**Amended and Restated Clubhouse Funding, Construction and Operations Agreement by and among the District, Choke Cherry Investors, LLC, Cielo Metropolitan District, and Toll Southwest LLC:** The Board discussed a request for an Amended and Restated Clubhouse Funding, Construction and Operations Agreement by and among the District, Choke Cherry Investors, LLC, Cielo Metropolitan District, and Toll Southwest LLC. Following discussion, Director Klymkow was appointed to work with Mr. Sanders on negotiations related to the Amended and Restated Agreement.

*Executive Session pursuant to Section 24-6-402(4)(e)(I), C.R.S., to Discuss Matters that May be Subject to Negotiations:* The Board determined it was not necessary to adjourn to Executive Session.

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### **OPERATIONS AND MAINTENANCE**

The anticipated 2021 Memorial Day opening of the pool/clubhouse was discussed earlier in the meeting.

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### **COVENANT ENFORCEMENT/ DESIGN REVIEW**

**Community Management:** Ms. Ripko presented an update to the Board, noting that inspections have been, as have a couple of reviews by the Architectural Review Committee. Ms. Ripko noted that Ryan Williams will be the community manager and she will remain the District Manager.

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**OTHER BUSINESS** **Final Payment to HEI:** Attorneys Cortese and Meintzer advised the Board that publication of a Notice of Final Payment for the public portions of the HEI Contract had been made in a newspaper having general circulation within the District on February 11, 2021 and February 18, 2021, with the final payment date of March 1, 2021. Ms. Ripko noted that, to date, no verified claims have been received.

**Barn:** Mr. Sanders noted that the easement relative to the barn property is being wrapped up.

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

Respectfully submitted,

By Peggy Ripko  
Secretary for the Meeting