

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE STONE CREEK METROPOLITAN DISTRICT (THE "DISTRICT") HELD APRIL 24, 2019

A Regular Meeting of the Board of Directors of the Stone Creek Metropolitan District (referred to hereafter as the "Board") was convened on Wednesday, the 24th day of April, 2019, at 11:00 a.m., at the Stone Creek Ranch Offices (Barn); 6700 E. Scott Avenue, Parker, CO. The meeting was open to the public.

Directors In Attendance Were:

Patrick Lyng
Peter J. Klymkow
Eric Kubly
Mauricio Barbera
Shawnee Williams

Also In Attendance Was:

Lisa A. Johnson; Special District Management Services, Inc. ("SDMS")

Elisabeth Cortese, Esq.; McGeady Becher P.C.

Brittany Superchi; CliftonLarsonAllen LLP

Tanna Boisvert; Independent District Engineering Services, LLC ("IDES")

Michael Sanders; Choke Cherry Investors, LLC

**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.

**ADMINISTRATIVE
MATTERS**

Agenda: Ms. Johnson distributed for the Board's review and approval a proposed Agenda for the District's Regular meeting.

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Following discussion, upon motion duly made by Director Klymkow, seconded by Director Williams and, upon vote unanimously carried, the Agenda for the District's Regular meeting was approved, as amended.

Minutes: The Board reviewed the Minutes of the March 27, 2019 Regular Meeting.

Following discussion, upon motion duly made by Director Kubly, seconded by Director Barbera and, upon vote unanimously carried, the Board approved the Minutes of the March 27, 2019 Regular Meeting.

LEGAL MATTERS

Clubhouse Funding, Construction, and Operations Agreement by and among the District, Choke Cherry Investors, LLC, Cielo Metropolitan District and Forestar (USA) Real Estate Group Inc. ("Forestar")("Clubhouse Agreement"): There was nothing new to report.

Clubhouse Rules and Regulations related to District Facilities: The Board discussed the Clubhouse Rules and Regulations and provided additional revisions. No action was taken by the Board.

Resolution No. 2019-04-01; Resolution Concerning Use of District Recreational Facilities by Non-Residents and Non-Property Owners: Attorney Cortese introduced Resolution No. 2019-04-01; Resolution Concerning Use of District Recreational Facilities by Non-Residents and Non-Property Owners. The Board deferred action pending final calculation of fee.

FINANCIAL MATTERS

Claims: Ms. Superchi presented the claims for the period ending March 31, 2019, as follows:

General Fund	\$ 15,332.16
Debt Service Fund	0.00
Capital Projects Fund	<u>5,937.10</u>
Total Claims:	<u>\$ 21,269.26</u>

Following review and discussion, upon motion duly made by Director Klymkow, seconded by Director Lyng and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending March 31, 2019, as presented above.

Unaudited Financial Statements: Ms. Superchi presented the Unaudited Financial Statements for the period ending March 31, 2019 and Schedule of Cash Position for the period ending March 31, 2019, updated on April 17, 2019.

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Following review and discussion, upon motion duly made by Director Lyng, seconded by Director Klymkow and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements for the period ending March 31, 2019 and the Schedule of Cash Position for the period ending March 31, 2019, updated April 17, 2019.

EXPENDITURE VERIFICATION/ COST CERTIFICATION

Expenditure Verification Report No. 10 prepared by Independent District Engineering Services, LLC (“IDES”) (District Eligible Expenditures) (Pay Application No. 13 under the HEI Contract): The Board deferred consideration of Expenditure Verification Report No. 10 (Pay Application No. 13 under the HEI Contract.

Task Order No. 2 to Master Service Agreement with IDES for District Construction Oversight Services: The Board reviewed Task Order No. 2 to IDES Master Service Agreement for District and Construction Oversight Services.

Following discussion, upon motion duly made by Director Klymkow, seconded by Director Barbera and, upon vote, unanimously carried, the Board ratified approval of Task Order No. 2 to IDES Master Service Agreement for District Construction Oversight Services in the amount of \$50,000.

Task Order No. 2 to Service Agreement with Stormwater Asset Protection, LLC (“SWAP, LLC”)for Escalated Permit Compliance: The Board reviewed Task Order No. 2 to Service Agreement with SWAP, LLC for Escalated Permit Compliance.

Following discussion, upon motion duly made by Director Klymkow, seconded by Director Lyng and, upon vote, unanimously carried, the Board ratified approval of Task Order No. 2 to Service Agreement with SWAP, LLC for Escalated Permit Compliance in the amount of \$37,800.

Cost Certification Report No. 5 prepared by IDES: The Board deferred discussion at this time.

CAPITAL IMPROVEMENTS

Pay Application No. 13 under the Hudick Excavating, Inc. (“HEI”) Contract: The Board discussed Pay Application No. 13 under the HEI Contract.

Following discussion, upon motion duly made by Director Lyng, seconded by Director Klymkow and, upon vote, unanimously carried, the Board approved Pay Application No. 13 under the HEI Contract.

Project Status Report: Ms. Boisvert distributed and reviewed with the Board the Project Status Report dated April 24, 2019. A copy of the report is attached hereto and incorporated herein by this reference.

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Status of Stormwater Permit Management: Ms. Boisvert provided an update on stormwater permit management efforts to date.

**COVENANT
ENFORCEMENT/
DESIGN REVIEW**

Community Services: Ms. Johnson presented to the Board the Community Manager Report.

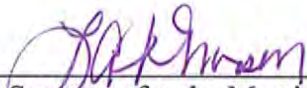
OTHER BUSINESS

Meeting Cancellations: Following discussion, the Board determined to cancel its Board Meetings in May and June of 2019.

ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting