

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE WILDGRASS AT ROCKRIMMON METROPOLITAN DISTRICT HELD NOVEMBER 15, 2018

A regular meeting of the Board of Directors of Wildgrass at Rockrimmon Metropolitan District ("Board") was held Thursday, November 15, 2018, at 10:00 a.m., at the Rockrimmon Library, 832 Village Center Drive, Colorado Springs, Colorado. The meeting was open to the public.

In attendance were Directors:

Mike Fenton
Sarah Darneal
Jeff Mattson

Also in attendance were:

Elisabeth Cortese; McGeady Becher P.C.
Carrie Bartow & Chelsea Gondeck; CliftonLarsonAllen LLP

ADMINISTRATIVE MATTERS

Call to Order / Disclosure of Conflicts of Interest/Declaration of Quorum

Director Fenton called the meeting to order at 10:03 a.m. and declared a quorum present.

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with Statute. No additional disclosures were made. Attorney Cortese noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Review and Approve Meeting Agenda

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the agenda as amended

Approval of Meeting Location and Posting of Meeting Notices

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, and upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated date, time and location.

RECORD OF PROCEEDINGS

The Board further noted that notice of this location was duly posted and that they have not received any objections or any requests that the meeting place be changed by taxpaying electors within its boundaries.

Public Comment

There was no public comment.

Discuss Results of May 8, 2018 Cancelled Election

Attorney Cortese noted that the May 8, 2018 election was cancelled, as allowed under statute, as there were not more candidates than seats available. It was noted that Directors Fenton and Darneal were elected to 4-year terms and Directors Mattson and Crawford were elected to 2-year terms.

Discuss Vacancies on Board

The Board discussed the vacancies on the Board due to the resignations of Directors Powles and Crawford, effective March 2, 2018 and September 18, 2018, respectively. Attorney Cortese discussed the options for filling the Board vacancies at the next regular meeting.

Consider the Appointment of Officers

The Board considered the appointment of officers. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board appointed the following slate of officers:

President – Mike Fenton
Secretary – Sarah Darneal
Assistant Secretary – Jeff Mattson

Approve Minutes from November 16, 2017 Regular Meeting

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Minutes from the November 16, 2017 regular meeting were approved.

FINANCIAL ITEMS Review and Ratify Previous Claims

Ms. Bartow reviewed the previous claims with the Board. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board ratified approval of the previous claims in the amount of \$74,128.04.

Review and Approve Current Claims

Ms. Bartow reviewed the current claims with the Board. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the current claims in the amount of \$3,538.24

Review and Approve August 31, 2018 Unaudited Financial Statements and Cash Position Report

Ms. Bartow reviewed the August 31, 2018 Unaudited Financial Statements and Cash Position Report with the Board. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote,

RECORD OF PROCEEDINGS

unanimously carried, the Board accepted the August 31, 2018 Unaudited Financial Statements and Cash Position Report.

Public Hearing to Consider Amending the 2018 Budget; Resolution No. 2018-11-01 Amending 2018 Budget

Upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried the Board opened the public hearing to consider the proposed 2018 Budget Amendment.

It was noted that Notice stating that the Board would consider amending the 2018 Budget, the date, time and place of the public hearing was published in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received and upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Bartow reviewed the 2018 Budget Amendment with the Board. Following discussion, upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the adoption of Resolution No. 2018-11-01 Amending 2018 Budget.

Public Hearing to Adopt 2019 Budget, Appropriate Expenditures and Certify Mill Levies, Resolution No. 2018-11-02 to Adopt 2019 Budget and Appropriate Sums of Money, and Resolution No. 2018-11-03 Set Mill Levies

Upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried the Board opened the public hearing to consider Adopting the 2019 Budget and discuss related issues.

It was noted that Notice stating that the Board would consider adopting the 2019 Budget and the date, time and place of the public hearing was published in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received and upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Bartow reviewed the proposed 2019 Budget with the Board. Following discussion, upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the adoption of Resolution No. 2018-11-02 Adopting the 2019 Budget and Appropriating Sums of Money and Resolution No. 2018-11-03 to Set Mill Levies. The final assessed value and execution of the Certification of Budget and Certification of Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2018. The District Accountant was authorized to transmit the Certification of Mill Levies to the El Paso County Board of Commissioners, not later than December 15, 2018. The District Manager was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2019.

RECORD OF PROCEEDINGS

Consider Authorizing District Accountant to Prepare and Sign the DLG-70 Mill Levy Certification Form for Certification to the Board of County Commissioners and Other Interested Parties

Upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Ratify Approval of 2017 Application for Audit Exemption

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board ratified approval of the 2017 Audit Exemption Application.

Consider Appointment of District Accountant to Prepare and File 2018 Application for Exemption from Audit

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the 2018 Application for Exemption from Audit.

Consider Engagement of D.A. Davidson & Co. for Investment Banking Services

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the engagement of D.A. Davidson & Co. for Investment Banking Services.

LEGAL ITEMS

Acknowledge the City of Colorado Springs City Council's Approval of the District's Amended and Restated Service Plan on May 22, 2018

The Board acknowledged the City of Colorado Springs City Council's approval of the District's Amended and Restated Service Plan on May 22, 2018.

Consider Approval of First Amendment to Operation Funding Agreement between the District and Century at Wildgrass, LLC

Attorney Cortese reviewed the First Amendment with the Board. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the First Amendment to Operation Funding Agreement between the District and Century at Wildgrass, LLC.

Consider Adoption of Resolution No. 2018-11-05 Regarding the Imposition of District Fees

The Board discussed the imposition of fees. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-11-05 Regarding the Imposition of District Fees.

RECORD OF PROCEEDINGS

MANAGER'S ITEMS

Review and Ratify Approval of Service Agreement for 2018 Landscape Maintenance and Snow Removal Services with Metco Landscape, LLC.

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement for the 2018 Landscape Maintenance and Snow Removal Services with Metco Landscape, LLC.

Review and Ratify Approval of Service Agreement for 2019 Landscape Maintenance and Snow Removal Services with Metco Landscape, LLC

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement for the 2019 Landscape Maintenance and Snow Removal Services with Metco Landscape, LLC.

Ratify Approval of Service Agreement for Curbside Trash and Recycling Services with Waste Management of Colorado, Inc.

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement for Curbside Trash and Recycling Services with Waste Management of Colorado, Inc.

Discuss Business to be Conducted in 2019; Review and Consider Adoption of Resolution No. 2018-11-04; Establishing Regular Meeting Dates, Time and Designating Location for Posting for 72-Hour and 24-Hour Notices

The Board discussed the need to meet quarterly at Century Communities Office (9475 Briar Village Pt., Suite 125, Colorado Springs, CO 809020) at 10:00 a.m. on the second Thursday of January, April, July, and November. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-11-04.

Discuss District Insurance and Renewal of Same; Discuss Renewal of Special District Association Membership

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board authorized renewal of the District's Insurance and Special District Association Membership.

Discuss Transparency Notice and mode of Eligible Elector Notification for 2019 (post on SDA website)

The Board discussed the Transparency Notice and mode of Eligible Elector Notification for 2019. The Board directed the District Manager to post the required Notice of the SDA website.

RECORD OF PROCEEDINGS

COVENANTS
ENFORCEMENT/
DESIGN REVIEW

Discuss Covenant Enforcement
The Board discussed covenant enforcement.

Discuss and Consider Adoption of Resolution Adopting the Rules and Regulations of Wildgrass at Rockrimmon
The Board determined to defer discussion regarding the Rules and Regulations of Wildgrass at Rockrimmon.

Consider Adoption of Resolution No 2018-11-06 Acknowledging and Adopting the Declaration of Covenant and Restrictions of Wildgrass at Rockrimmon
Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-11-06.

Discuss and Consider Adoption of Resolution No. 2018-11-07; Adopting the Policies and Procedures Governing the Enforcement of the Protective Covenants of Wildgrass at Rockrimmon
Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-11-07.

DEVELOPMENT

Report on Status of Development
Director Fenton reported on the status of development noting that build-out is halfway through completion and anticipates completion by the middle of 2019.

OTHER
BUSINESS

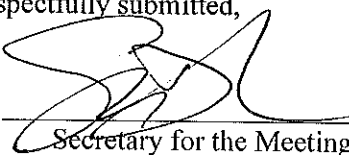
Confirm Quorum for Next Board Meeting
The Board confirmed a quorum for the next Regular Board Meeting scheduled for January 10, 2019 at 10:00 a.m. at the Century Communities Office in Colorado Springs.

ADJOURNMENT

As there was no further business to come before the Board, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board adjourned the meeting.


Respectfully submitted,

By


Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL NOVEMBER 15, 2018
MINUTES OF WILDGRASS AT ROCKRIMMON METROPOLITAN DISTRICT BY
THE BOARD OF DIRECTORS SIGNING BELOW.



Mike Fenton

Sarah Darneal

Jeff Mattson