

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
INSPIRATION METROPOLITAN DISTRICT

Held: Tuesday, May 24, 2022, at 5:30 p.m. via video conference

Attendance

The special meeting of the Board of Directors of the Inspiration Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Aaron Curtiss
Dennis Colwell
Holly Svetz
Maurice Smith
Rick Forsman

Also present were:

AJ Beckman, District Manager, Kate Innes, Resident Relations Manager, Sarah Warner, Landscape and Facilities Superintendent, Noel Nail, Administrative Manager, Justin Janca, Landscape and Facilities Manager; Public Alliance, LLC; Heather Hartung, White Bear Ankele Tanaka & Waldron, Attorneys at Law; Jennifer Grant, Quintessence Design Group, LLC; Anastasia Urban, Brookfield Properties, Inc.

The following members of the public were in attendance:

Al McGovern, Mary Jo McGovern, Alan Rothstein, Alisa Brayman, Amy Jo Clark, Barb Manor, Jeff Manor, Bill Maxwell, Brian George, Bruce Van Der Kamp, Sally Van Der Kamp, Chad Collier, Jeanne Collier, Chris Bolz, Courtney Thomas, Diane Coston, Daniel W, Dave Svetz, David Adams, David Besel, David Chen, Debbie Hardesty, Diana Brooks, Dick Cassella, Esther Shafran, Gary Knoller, Gary Scott, Gerry White, Sue White, Gloria Rydalch, Helen Cassella, Jaci Gentile, Ardith Davidson, James Davidson, Jan Bronson, Jane Rodgers, Jeanette Eirich, Jeff Tellock, Jim Brandt, Joe Ducey, Judy Cioper, Jim Cioper, Judy Osse, Judy Weaver, Karen Chambers, Kathy Friend, Kevin Buehner, Linda Herrera, Rick Herrera, Lyn Ahrens, Margaret Lacher, Mark Berkstresser, Martha Lynn, Ron Lynn, Martin Berger, Max Nottingham, Susie Nottingham, Brenda Patrick, Mike Patrick, Paul Channon, Peter Schreck, Randy Haifley, Rick Coldsnow, Rea Heatherington, Charlene Plowman, Robert Plowman, Robert Brayman, Roberta Rhyne, Russ Paper, Nancy Osborne, Sam Osborne, Pat Knealy, Sharon Knealy, Sharon Macway, Sheila Schlifkin, Steve Powers, Margaret Rogers, Richard Rogers, Steve Ruge, Sue Rothstein, Sue Troxell, Teena Brenkendorff, Theresa Blumberg, Beth Norton, Tom Norton, Tom Olmsted, Tracy Nichols, Shelli Wolf, Yolanda Treviso.

Call to Order

It was noted that a quorum of the Board was present, the meeting was called to order at 5:30 p.m. and the Board and consultants introduced themselves.

Conflict of Interest Disclosures

Ms. Hartung advised the Board that pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Hartung reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Hartung inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Mr. Beckman presented the agenda to the Board for consideration. Following discussion, and upon a motion duly made by Director Svetz, and seconded by Director Forsman, the Board unanimously approved the agenda as presented.

Appointment of Officers

The Board discussed the appointment of officers. Director Svetz nominated the following slate of officers:

- Director Curtiss as President
- Director Forsman as Vice President
- Director Colwell as Treasurer
- Director Svetz as Secretary
- Director Smith as Assistant Secretary

Following discussion, upon a motion duly made by Director Svetz, seconded by Director Forsman and, upon vote unanimously carried, the Board appointed the officers as nominated.

Director Curtiss noted that his term, as well as those of Directors Svetz and Colwell end in one year, and the newer members on the Board should be preparing for their departure.

The Board then discussed Board liaisons to the standing committees. Director Curtiss nominated Director Smith to the Common Area Committee. Upon a motion duly made by Director Curtiss, seconded by Director Svetz and, upon vote unanimously carried, the Board nominated Director Smith as liaison to the Common Area Committee.

Upon a motion duly made by Director Forsman, seconded by Director Svetz and, upon vote unanimously carried, the Board nominated Director Forsman as liaison to the Community Center Committee.

Director Svetz addressed the public. She noted that she would like to clarify the misinformation on social media regarding the Community Center. She stated that the Community Center will not be a duplicate of the Hilltop Club. She noted that the conceptual drawings posted to the District's website are not the final design. She explained that the Board had not increased debt but rather has previously approved a decrease in the debt service mill levy, and explained that the money from the bond issuance reserved for capital purposes such as this one must be spent by December 7, 2024 or it will become taxable. She addressed a complaint regarding the dog park, and explained that a dog park and other improvements are being provided by the developer at no cost to the District. She reported that the City of Aurora ("the City") has a long permitting process which drove the need to begin conceptual planning.

Director Curtiss gave a brief history of projects in the District and explained that construction of improvements takes a long time. He noted that the construction of an enclosed space for maintenance and community use has been contemplated for several years. He noted that this is just the beginning of the conversation regarding the project now that funding is in place.

Public Comment

Ms. Innes reviewed a written comment from Joe Quigley as he was unable to attend the meeting. He noted concern that last year the Board said it was not returning money to taxpayers in order to address maintenance projects, however the Board is now planning to spend money on a community center.

Dick Cassella: Mr. Cassella expressed concern that there was limited space for community functions and suggested including moveable walls and space dividers to increase flexibility.

Judy Cioper: Ms. Cioper asked how the Community Center would benefit Hilltop, and asked if it would include storage that would be available to them.

Beth Norton: Ms. Norton expressed concern about the project staying within the \$1.5 million budget.

Rea Heatherington: Mr. Heatherington suggested that the community be surveyed, as he believes more residents prefer to meet via Zoom, making a physical meeting location unnecessary.

He also suggested a menu of options for the proposed building and costs be provided in a survey along with maintenance estimates.

Jan Bronson: Ms. Bronson noted that posting a lavish architectural design was scary for the over-fifty-five residents, as more than half of the homeowners will be on the over-fifty-five side. She noted that she appreciates that the District is allowing resident input, and expressed concern regarding the cost of ongoing management and staff for an on-site facility.

Chad Collier: Mr. Collier wanted clarification on the funds earmarked for the project. He expressed concern that the cost will exceed estimates. He wondered if overruns would be paid through special assessment or increase in fees, and if increases were necessary, would it require a community vote or one of just the Board.

Russ Paper: Mr. Paper thanked the Board for their service to the community. He thanked Director Svetz for her opening statement and noted that having that information prior to posting design to website would have been useful.

Jaci Gentile: Ms. Gentile noted that the Center would be a public building, and wondered if it would be open to users outside the District. She asked if there is a limit to spending for the Board without putting it to a vote in the community.

Tom Norton: Mr. Norton cautioned the Board about the process of building by committee and urged the Board to implement a streamlined process.

Kathy Friend: Ms. Friend noted that it would be nice to have a maintenance building, but asked about the Community Center and staffing needs. She noted ongoing staffing costs and wondered how much this would affect the fees and taxes paid by residents.

Judy Osse: Ms. Osse noted that she appreciates the work of the Board. She wondered if analysis has been performed to determine if a full-time maintenance person is more cost effective than hiring contractors. She stated that engaging neighborhood groups to discuss the Community Center would be beneficial.

Jeff Manor: Mr. Manor stated that it is important that the residents in Hilltop know as much as possible about proposals for improvements, as he believes that many of them are unaware of the anticipated use for the available funds. He noted that he would like to see a menu of options as suggested by Mr. Heatherington.

Shelli Wolf: Ms. Wolf noted that Hilltop already has a community center, but needs a maintenance area, offices, and storage. She suggested that there be a split, where the side that needs the Community Center pay more and the over-fifty-five side pay the prorated amount for what parts of the building they would use.

David Adams: Mr. Adams noted that the conceptual designs are extravagant and appear to be beyond a preliminary design phase. He stated that the District only needs a maintenance shed, and suggested that the tax savings from a reduced scope should be realized by residents.

Al McGovern: Mr. McGovern stated that he believes a maintenance shed would be beneficial but does not believe a community center is necessary. He expressed concern about an increase in fees because he is retired and on a fixed income.

Sheila Schlifkin: Ms. Schlifkin stated that she agrees with prior comments, and that she would be supportive of the cost being borne by the all-ages side. She expressed concern about rising construction costs.

Robert Plowman: Mr. Plowman asked Director Colwell if he agrees with financial information presented by Director Svetz.

Charlene Plowman: Ms. Plowman noted she appreciated Ms. Svetz' explanation and agrees with previous comments.

Courtney Thomas: Ms. Thomas noted her disagreement with the concept that the Tallyn's Reach library does not support hybrid meetings. She expressed concern regarding the size of the Community Center, noting that the Hilltop Club is too large for committee meetings and too small for large gatherings, but agrees that a place for operations makes sense.

Mr. Adams: Mr. Adams noted that both sides could share in the cost of the maintenance facility, but the Community Center portion should be borne by the all-ages side.

Board Responses

Director Smith asked if the Hilltop Clubhouse is available for Board and committee meetings. Director Svetz noted that she had researched the schedule, and there were 26 scheduled events in the last month, leaving no time available for Board or committee meetings. In addition to availability, there are technology limitations, and users must know in advance who will be in attendance.

Director Curtiss addressed the public comments as follows:

Mill Levy Decrease: The Board chose to delay the planned tax decrease for one year in order to address maintenance needs such as remediating water quality detention ponds sooner than later, thereby maximizing the impact of correcting deferred maintenance.

Community Center Building: The size and use of the proposed building is up for discussion. The preliminary planning process with the City requires a site plan and conceptual building design.

Community Center Funding: Community Center is already funded. The anticipated budget will not increase assessments or taxes. Constituents paid no more this year, and the Board is committed to reducing taxes.

Public Nature of Community Center: The facility will be open to the public, however it would be subject to the same use restrictions as other amenities whereby outside users would be required to pay an amount equivalent to the assessments that someone living in the District would pay.

Full-Time Maintenance Tech Versus Contracting for Services: The District is tracking the costs and benefits that a maintenance technician provides to evaluate the effectiveness of the position and to consider the ideal number maintenance personnel. He noted that the expectation is to improve quality of life and reduce cost.

Duplication of Amenities: The term “Community Center” may be too broad, as concerns have been raised about the over-fifty-five side already having a clubhouse. He noted that the goal is to have a hub for operations, with a modestly finished interior that has room for some events and community meetings or for events to be moved inside in inclement weather.

Director Colwell then presented a budget overview and explained how the refinancing of the District’s debt provided funding for the project.

**Community Center
Updates**

*Community Center
Programming*

Director Svetz noted that even those in dissent agreed that a maintenance facility would be beneficial and determining the size of the facility should be further explored.

Director Curtiss opined that the District should consider the equipment it currently owns, the equipment it hopes to acquire, and the size of ongoing and seasonal storage following acceptance of all tracts. Additionally, workshop space should be considered.

Director Colwell requested feedback from the Community Center Committee (the Committee), as they have been chosen for their expertise.

Director Svetz discussed the indoor space requirements, explaining that in her opinion the 100-person meeting space could likely be reduced to 50. Additionally a boardroom that could be used for committee meetings, plus at least one office with a door for private conversations with the management company, would be appropriate considerations.

Director Colwell agreed with Director Svetz' assessment and noted that there might be a benefit to a divider for the large room rather than a separate boardroom. He noted that in some communities a firehouse is utilized for indoor space by pulling the firetrucks out of the garage, and that might be a possibility here. He suggested that the architect give some options.

Director Curtiss then produced a rendering of a simple building with garage doors. Discussion ensued regarding a simpler design and the District's budget.

Community Center Site

Director Curtiss reported that he spoke to Heather Lamboy at the City of Aurora regarding a site change. Ms. Lamboy opined that the current site is suboptimal for the District's budget and a new site would not require re-starting the planning process.

Director Curtiss then presented a photo of the District and suggested a second site on a berm across from the Inspiration Club. He noted that the back of the berm could remain as a retaining wall and the berm would minimize the view of the building from the houses in the surrounding area. This would allow the District to utilize existing parking and sewer, and it is outside of the purview of the Intergovernmental Agreement with Douglas County.

Director Colwell expressed support for this site as it would create a clear social hub for the District.

Mr. Coldsnow, from the Committee, recommended getting a civil engineer involved to look at any potential site, and for the Board to consider the life of the project, and the needs of the District in the future.

Mr. Beckman voiced his approval of this site as an operations center and noted the convenience of the location for staff to address issues at the pool during the summer months.

Discussion ensued between Board and Committee members regarding number of maintenance staff, firetruck access, and vehicle storage.

*Quintessence Design Group
Proposal*

Director Svetz inquired about revising Ms. Grant's proposal to account for the changes. Ms. Grant noted that her proposal stands, but the site decision should be made before engaging other consultants, and that there may be additional costs at the new site due to retaining walls and other geotechnical issues.

Following discussion and review, upon a motion duly made by Director Svetz, seconded by Director Curtiss and, upon vote unanimously carried, the Board approved the Architectural Design Development Fee Proposal from Quintessence Design Group, LLC in the amount of \$14,000, and the Additional Services for planning the building on an alternate site for \$1,000, for a total of \$15,000.

Chris Bolz suggested that Ms. Grant consider making the building partially subterranean for savings on heating and cooling. Ms. Grant agreed that a partially subterranean building is beneficial due to thermal transfer and screening from the surrounding neighborhood.

Legal Updates

*Utility expense allocations
for Tract turnover*

Ms. Hartung reported that the remaining issue to be resolved for the turnover for Tracts 15 and 17 is utility expense allocations, as the District is proposing to accept the manicured areas, however the utility metering is not segregated to these areas. Mr. Beckman presented billing scenarios prepared by the developer and recommended that the Board approve the fixed monthly rate option in the amount of \$19,738.10 annually for Tract 15 and \$7,135.05 for Tract 17, in order to protect against variable consumption which could be excessive in establishing native areas.

Following discussion and review, upon a motion duly made by Director Svetz, seconded by Director Colwell and, upon vote unanimously carried, the Board approved the allocation of utility charges on a fixed rate basis as discussed.

Pond 6

Ms. Hartung presented the Inspection and Maintenance Plan Agreement between the District and the City of Aurora for Pond 6. She explained that as the Developer was in the process of working through design approval with the City, the status of Pond 6 was brought to light.

Director Curtiss inquired if this was the same as the Pond 5 agreement, and Ms. Hartung advised the Board that it is. Director Curtiss noted that the money spent on the ponds recently gives him

confidence that they are working properly, and recommended approval of the agreement.

Director Svetz thanked Ms. Hartung for her team's analysis of the agreement so the Board could make a decision with minimal risk.

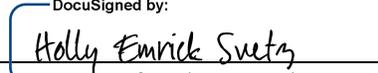
Following discussion and review, upon a motion duly made by Director Curtiss, seconded by Director Svetz and, upon vote unanimously carried, the Board approved the Agreement as presented.

Director Curtiss acknowledged the service of Director Svetz as President for the previous year and recognized the successful year the Board has had, and her role in that success.

Adjournment

Upon a motion duly made by Director Colwell, seconded by Director Svetz, and upon vote unanimously carried, the meeting was adjourned at 7:57 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

DocuSigned by:

Holly Emrick Svetz
Secretary for the Meeting
