

**MINUTES OF
A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
RED BARN METROPOLITAN DISTRICT
HELD
NOVEMBER 7, 2024**

A regular meeting of the Board of Directors (the “Board”) of the Red Barn Metropolitan District (the “District”) was convened on Thursday, November 7, 2024, at 10:00 a.m. This meeting was held via Zoom videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cynthia Myers
Nash Verano
Eric Barney

Also In Attendance Were:

Ann Finn and David Frazier; Public Alliance LLC

Elisabeth A. Cortese, Esq. and Kalen Hilliker, Esq.; McGeady Becher Cortese Williams P.C.

Morgan Wheeler and Daisey Garcia; Simmons & Wheeler, P.C.

Brenda Owings; Century Communities

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes (“C.R.S.”) to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Ms. Finn noted that a quorum was present and requested members of the Board 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 the statute. Attorney Cortese noted that all Directors’ Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

**ADMINISTRATIVE
MATTERS**

Agenda: Ms. Finn distributed for the Board's review and approval a proposed agenda for the District's regular meeting.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the agenda, as amended and excused the absence of Director Hager.

Location of Meeting and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. The Board determined that the meeting would be held by video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and format of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

Public Comment: There were no public comments.

Minutes: The Board reviewed the minutes of the June 24, 2024 Special Meeting Minutes.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the minutes of the June 24, 2024 Special Meeting Minutes.

Meeting Resolution: Attorney Cortese presented for the Board's review and consideration a Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board discussed 2025 meeting dates, and scheduled regular meeting dates on April 3, 2025, June 5, 2025 and November 6, 2025 at 10:00 a.m. via zoom. The Town Hall meeting is scheduled for 9:45 a.m. prior to the November 6, 2025, regular meeting, via zoom.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved Resolution No. 2024-11-01 Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting 24-Hour Notices.

District Transparency Notice: Attorney Cortese discussed the Transparency Notice required under statute.

Following discussion, the Board directed the notice be posted on the District website, the Special District's Association ("SDA") website, and filed with the required agencies.

RECORD OF PROCEEDINGS

Renewal of the District's Insurance SDA Membership for 2025: The Board entered into discussion regarding the renewal of the District's insurance and SDA membership for 2025.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board authorized the renewal of the District's insurance and SDA membership for 2025.

District Website Accessibility: Ms. Finn discussed with the Board matters related to website accessibility, stating that Public Alliance currently manages the District's website and is willing to handle compliance related matters.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board established Website Accessibility Committee, appointed Directors Myers and Barney to the committee, and authorized the Website Accessibility Committee to work with the District Manager regarding accessibility matters and take all necessary actions associated therewith.

Director Resignation: The Board acknowledged the resignation of Taylor Lilly effective October 7, 2024.

FINANCIAL MATTERS

Claims: Ms. Wheeler presented for the Board's review and consideration the payment of claims for the period ending October 27, 2024.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board ratified approval of and approved the payment of claims, in the total amount of \$38,712.27.

Unaudited Financial Statements: Ms. Wheeler presented for the Board's review the unaudited financial statements for the period ending September 30, 2024.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2024.

RECORD OF PROCEEDINGS

Public Hearing on 2024 Budget Amendment: Director Myers opened the public hearing to consider the Resolution to Amend the 2024 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2024 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, Director Myers moved to adopt the Resolution to Amend 2024 Budget, Director Barney seconded the motion and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2024 Budget.

Public Hearing on 2025 Budget: Director Myers opened the public hearing to consider the proposed 2025 Budget and to discuss related issues.

Ms. Finn noted that Notice stating that the Board would consider adoption of the 2025 budget and the date, time, and place of the public hearing was published pursuant to the statute. No written objections were received prior to the public hearing.

There were no comments from the public in attendance and the public hearing was closed.

Ms. Wheeler presented for the Board's review and consideration the estimated 2024 expenditures and the proposed 2025 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2024-11-03 to Adopt the 2025 Budget and Appropriate Sums of Money, and Resolution No. 2024-11-04 to Set Mill Levies (with 10.484 mills in the General Fund, 52.421 mills in the Debt Service Fund and 3.145 mills for contractual obligations, for a total mill levy of 66.050 mills), subject to final assessed valuation from the County Assessor. Upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted the Resolutions and authorized the execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Weld County not later than January 10, 2025. Ms. Finn was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2025.

RECORD OF PROCEEDINGS

Resolution Authorizing Adjustment of the District Mill Levy: Attorney Cortese reviewed the Resolution Authorizing Adjustment of the District Mill Levy.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted the Resolution Authorizing Adjustment of the District Mill Levy.

DLG-70 Mill Levy Certification and Mill Levy Public Information Forms: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form and the Mill Levy Public Information form (“Certification”) for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare, sign and file the Certification to the Board of County Commissioners and other interested parties

Preparation of 2026 Budget: The Board discussed preparation of the 2026 Budget.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the 2026 Budget.

Engagement of Auditor: The Board discussed the engagement of an auditor to perform the 2024 Audit.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the engagement of Flynn CPA, LLC to perform the 2024 Audit, for an amount not to exceed \$6,000.

Debt Issuance: The Board and Attorney Cortese discussed the issuance of the District’s remaining debt authorization. No Board action was taken.

LEGAL MATTERS

Change Order No. 2 to Service Agreement for District Management Services between the District and Public Alliance LLC: Ms. Finn reviewed with the Board Change Order No. 2 to the Service Agreement for District Management Services between the District and Public Alliance LLC.

RECORD OF PROCEEDINGS

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved Change Order No. 2 to the Service Agreement for District Management Services between the District and Public Alliance LLC, for an amount not to exceed the budgeted amount for 2025.

Second Amendment to Operation Funding Agreement by and between the District and Century Land Holdings, LLC: Attorney Cortese reviewed with the Board the Second Amendment to Operation Funding Agreement by and between the District and Century Land Holdings, LLC.

Following discussion and review, upon a motion duly made by Director Myers, seconded by Director Barney and, upon vote unanimously carried, the Board approved the Second Amendment to Operation Funding Agreement by and between the District and Century Land Holdings, LLC

May 6, 2025 Regular Director Election: Attorney Cortese discussed with the Board Resolution No. 2024-11-06, Resolution Calling a Regular Election for Directors on May 6, 2025, appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted Resolution No. 2024-11-06, Resolution Calling a Regular Election for Directors on May 6, 2025, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Re-Plat and Related District Acceptance of Certain Tracts: The Board and Attorney Cortese discussed the status of re-plat and related District acceptance of certain tracts. No Board action was taken.

Resolution Adopting Amended Policies and Procedures Governing the Enforcement of the Protective Covenants of Red Barn: The Board reviewed a Resolution Adopting Amended Policies and Procedures Governing the Enforcement of the Protective Covenants of Red Barn.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board adopted Resolution No. 2024-11-07 Adopting Amended Policies and Procedures Governing the Enforcement of the Protective Covenants of Red Barn, appointed Directors Myers and Barney to a committee to work with Attorney Cortese to finalize fees within this Resolution.

RECORD OF PROCEEDINGS

OPERATIONS

Service Agreement for Snow Removal Services between the District and Brightview Landscape Services, Inc.: The Board reviewed the Service Agreement with Brightview Landscape Services, Inc. for snow removal services.

Following discussion, upon motion duly made by Director Myers, seconded by Director Barney and, upon vote, unanimously carried, the Board approved the Service Agreement with Brightview Landscape Services, Inc. for snow removal services.

Future Landscape Maintenance Services: It was noted that the District will be taking on landscape maintenance services in August 2025.

COVENANT CONTROL

Covenant Control and Design Review Services: Ms. Finn discussed covenant control and design review with the Board.

OTHER BUSINESS

Status of Development: This item was discussed in the Annual meeting.

ADJOURNMENT

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

Respectfully submitted,

By Mark Hensley
Secretary for the Meeting