**RECORD OF PROCEEDINGS**

**MINUTES OF THE SPECIAL MEETING**

**OF THE BOARD OF DIRECTORS OF**

**FALLBROOK VILLAS METROPOLITAN DISTRICT**

**HELD:**

Wednesday, the 23rd day of October, 2024 at 6:00 p.m. via telephone and videoconference.

**ATTENDANCE**:

The special meeting of the Board of Directors (the “Board”) of the Fallbrook Villas Metropolitan District (the “District”), Adams County, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

KimNichelle Rivera, President, (2022-2025)

Jolene Simon, Treasurer (2023-2027)

Kaitlyn Stroud, Secretary (2022-2025)

Todd Geist, Director (2023-2025)

Robert Bullion, Director (2022-2025)

Also in attendance were Judy Simonson, Nicki Simonson, and Rebecca Hill of Simonson & Associates, Inc.

1. **AGENDA & ADMINISTRATIVE MATTERS:**
2. Call to Order: It was noted for the record that a quorum was present of the Board for the purpose of conducting a special meeting and the meeting was called to order at 6:00p.m.
3. Agenda and Meeting Location: The meeting location and agenda were approved upon motion by Director J. Simon and second by Director K. Stroud with one amendment by Director K. Rivera to add an agenda item regarding water usage and invoice information from City of Thornton.
4. Public Comment: There were no public comments.
   1. Public Hearing Tax Liens: Director J. Simon made a motion to open the public hearing which was approved upon second by Director K. Stroud.
   2. Resolution No. 3: Director K. Rivera made a motion to approve Resolution No. 3 to File Tax Liens subject to excluding any payments received in full from homeowners through October 31, 2024. The motion was approved upon second by Director K. Stroud.
5. Minutes - July 11, 2024: The minutes of the special meeting held on July 11, 2024 were approved upon motion by Director K. Stroud and second by Director K. Rivera.
6. Minutes – October 9, 2024: The minutes of the special meeting held on October 9, 2024 were then approved upon motion by Director J. Simon and second by Director K. Rivera.
7. **MANAGEMENT & MAINTENANCE MATTERS:** 
   1. Review of Simonson & Associates Contract Performance: Director T. Geist voiced his concerns regarding general responsiveness of Simonson & Associates to his emails and his unannounced office visit.
   2. Review of Environmental Designs Contract Performance: Director T. Geist also voiced his concerns regarding services provided by EDI. Director K. Rivera discussed the overage in water usage year over year from 2023 to 2024. She stated that once EDI was aware that the sprinkler system timers were set incorrectly, they fixed it. EDI was also initially working without zone maps which were not transitioned from the previous landscaping contractor. Ms. N. Simonson stated that this is EDI’s first year and they are still getting accustomed to the needs of the District and in a good faith effort, did not charge the District for several sprinkler repairs that they performed. It is anticipated that their services will be more streamlined next year as they become more familiar. It was noted by Director K. Rivera that EDI was unable to locate the same type of bush to replace one needed on 141st Avenue. They will look again in the spring when there is more availability. The native grass is scheduled to be mowed on October 24th and the sprinklers are scheduled to be blown out and turned off on Friday, October 25th. Director K. Stroud volunteered to remove any tree stakes on mature trees on Colorado Boulevard on October 24th.
   3. Consider Approval of Snow Services Agreement: Ms. N. Simonson explained that obtaining 3 bids is not a special district requirement under the $120,000 threshold and stated that usually the company selected for summer landscaping services is then utilized to provide snow removal services. EDI’s snow removal proposal was presented to the Board and was approved upon motion by Director K. Rivera and second by Director J. Simon. Director T. Geist was opposed.

It was noted around this time during the meeting that Director R. Bullion was unable to communicate through his voice connection, so he began communicating through the Zoom chat feature.

* 1. Consider Approval of Rocky Mountain Playground Services Contract: Only one proposal was received for mulch. There is no cost savings by having a company only deliver the mulch, vs deliver and spread, as it is delivered via a truck that blows it into place while dumping it. Director T. Geist made a motion to put this item on hold for further discussion until after the spring snowmelt. The motion was approved upon second by Director K. Stroud. The funds will remain in the budget for 2025.
  2. Review Monthly Maintenance Report: Director K. Rivera contacted the City of Thornton regarding holes and cracks within concrete in the District and their Thornton Streets department came out to survey. They stated it wasn’t their responsibility and suggested she reach out to the Open Space and Parks department. Carlos, a supervisor at the City of Thornton did say that the Open Space and Parks department didn’t “do maintenance” so it would probably fall onto the District. Ms. N. Simonson stated she has also reached out to different contacts within the City of Thornton about the sidewalk repairs needed but has not received a response back. Director T. Geist asked for a map of the concrete damage. Director K. Rivera also contacted Xcel Energy regarding the broken utility box to which Director T. Geist commented it may be a CenturyLink fiber box not electricity.
  3. Review Pending Design Review Requests: This item was passed as there was a miscommunication in what had been requested on this topic.
  4. Discuss Walkthrough and Violation Procedures: Ms. N. Simonson gave an overview of the violation process and explained the increased cost to the District associated with frequent walkthroughs. She recommended a scaled down approach by making the schedule more seasonal specific. She will present a draft written procedure with a schedule to review at the next board meeting along with a 3-part form that can be written onsite for warnings/violations to further cut costs.

1. **BUDGET MATTERS:**

**a.** Review Draft 2025 District Budget**:** Ms. J. Simonson gave a high level overview of the 2025 draft budget and answered any questions. The budget includes a preliminary valuation of the District from Adams County as they have until the middle of December to provide the actual valuation. It was noted that the total mill levy is estimated to increase by approximately one mill. Director T. Geist asked if refinance could be an option for the District loans and Ms. J. Simonson said that is something to consider.

1. **FINANCIAL MATTERS:**

**a.** Approve Ratification of August 1, 2024 through October 31, 2024 Disbursements: The Board reviewed and discussed the check register presented. Director J. Simon moved to ratify the approval of the disbursements for the period from August 1, 2024 through October 31, 2024 . It was approved upon second by Director K. Stroud. Director T. Geist opposed.

**b.** Review unaudited draft September 30, 2024 Financial Statements: Director J. Simon moved to approve the September 30, 2024 unaudited Financial Statements. The motion was approved upon second by Director K. Rivera.

1. **LEGAL MATTERS:**

Review Attorney Rates and Approve New Legal Representation: Director K. Rivera made a motion to approve Dietz & Davis as new legal counsel. The motion received a second by Director J. Simon but did not pass with opposing votes by Director T. Geist and Director R. Bullion. Director K. Stroud voted as Present. Additional information about the recommended legal counsel will be presented at the next meeting.

1. **OTHER BUSINESS:**

Special District Association (SDA) Services: Director T. Geist stated he would like to engage Ann Terry/SDA for the district. Ms. N. Simonson explained that the district along with Simonson & Associates were already members of the SDA of which Ann Terry is the Executive Director, so the district is able to utilize any membership services provided by the SDA.

Newsletter and Submission Procedures: Ms. N. Simonson reiterated the importance of all decisions within the Fallbrook Villas Metropolitan District being made as a collective Board and not by an individual Director. It was agreed that all submissions for the Newsletter would be sent to Simonson & Associates and then presented to the Board at each monthly meeting to vote on prior to inclusion in the Newsletter.

**ADJOURNMENT**:

There being no further business to come before the Board of the District and upon motion duly made by Director T. Geist and second by Director J. Simon, and upon unanimous vote, the meeting was adjourned at 7:28 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above-referenced meeting and have been approved by the Board of Directors of the Fallbrook Villas Metropolitan District.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Kaitlyn Stroud, Secretary