

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF BRIGHTON CROSSINGS OPERATIONS BOARD

HELD
December 1, 2020

The Special Meeting of the Board of Directors of Brighton Crossings Operations Board was held via teleconference at 6:30 p.m. on Tuesday, December 1, 2020. Notice of the meeting was duly posted.

ATTENDANCE

Directors in Attendance:

Shannon Robbins, Treasurer
Lisa Albers, Assistant Secretary
John Strider, Secretary

Directors Absent but Excused:

Ashley Taruffelli, President
Jeffrey Schum, Assistant Secretary

Also in Attendance:

Amy Ostendorf, Cindy Morris and Debbie Guth; YMCA of Denver
Chelsey Green, Jesse Mestrovic, Josh McReynolds, Doug Campbell, Ron Angle, and Andrew Kunkel; Pinnacle Consulting Group, Inc.
Eve Velasco, Esq.; White Bear Ankele Tanaka & Waldron, P.C.
Amanda Martinez, Anita Brilz, Bodi Braithwaite, Bryan and Cori Keberlein, Curtis Neslen, David Dibbern, Dewayne Davis, Christa Stonehocker, Don Prince, Desi Velasquez, Greg Rau, Jason and Kristi King, Kimber Correa, Kristina Gerdes, Mari Correa, Nikki Shaw, Ranae Rodriguez, Stacey Silva-Wann, Tom Barth, Thomas Kreutzer, and other members of the public who did not provide their full names.

CALL TO ORDER

The Special Meeting of the Board was called to order at 7:42 p.m. by Director Robbins, noting that a quorum was present for the Board. Each of the Directors confirmed their qualifications to serve on the Board. Director Robbins also confirmed that prior to the meeting each of the Directors had been notified of the meeting.

CONFLICTS OF INTEREST DISCLOSURE

Ms. Velasco noted that notices of potential conflicts of interest for those Board Members who provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as

RECORD OF PROCEEDINGS

certain Board Members are employees of Brookfield Residential, which is associated with the primary developer of land within the Operations Board. Ms. Velasco advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Board to act.

AGENDA

The Boards considered the agenda as presented. Following review, upon a motion duly made by Director Strider, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

APPROVAL OF MINUTES

The minutes of the Special Meeting held on May 1, 2020 and the minutes of the Special Meeting held on July 9, 2020 were presented. Following review and discussion, upon a motion duly made by Director Albers, seconded by Director Strider, and upon vote, unanimously carried, it was

RESOLVED to approve the May 1, 2020 Special Meeting Minutes and to approve the July 9, 2020 Special Meeting minutes, as presented.

PUBLIC COMMENT

- Greg Rau, 5298 Cherry Blossom Drive: Requested Director Robbins, Director Taruffelli, and Director Albers resign from the Board, and commented on the Venture Center operations and covenant enforcement.
- Rachel Turner, Address Unknown: Requested a key card access be installed at the Fitness Center's outdoor restroom, and the Fitness Center reopen for public use with capacity being monitored by camera.
- Stacy Silva-Wann, 646 Gamble Oak Street: Commented that the Crossings Park dog park irrigation issues need to be addressed to avoid a muddy dog park and standing water, and requested the repairs are completed before irrigation is activated this year.
- Bryan Keberlein, 5313 Tall Spruce Street: Commented that the community operations were poor and requested Director Strider resign from the Board.

RECORD OF PROCEEDINGS

FINANCIAL MATTERS

Ratification of Payment of Claims: Mr. Angle reviewed with the Board the payment of claims for period June 1, 2020 to October 31, 2020 in the amount of \$1,137,026.34. Following review and discussion, upon motion duly made by Director Albers, seconded by Director Strider, and upon vote, unanimously carried, it was

RESOLVED to ratify the payment of claims for period June 1, 2020 to October 31, 2020 in the amount of \$1,137,026.34.

Financial Statements: Mr. Angle reviewed with the Board the unaudited Financial Statements for the period ending September 30, 2020 and answered questions. Following review and discussion, upon motion duly made by Director Albers, seconded by Director Strider, and upon vote, unanimously carried, it was

RESOLVED to accept the unaudited Financial Statements for the period ending September 30, 2020.

2021 BUDGET HEARING

Director Albers opened the 2021 Budget Hearing for Brighton Crossings Operations Board. Ms. Green reported that notice of the budget hearings had been published on November 18, 2020 in accordance with state budget law. Mr. Angle reviewed the budget in detail, and answered questions pertaining to the estimated revenue and expenditures.

General Fund Expenditures: \$2,560,256

Public Comments:

- Greg Rau, 5298 Cherry Blossom Drive: Inquired on the total that Pinnacle Consulting Group, Inc. receives as compensation for Operations Board management services, and if Venture Center tree replacements were included in the 2021 Budget. The Board requested Ms. Green respond to Mr. Rau's inquiry. Ms. Green highlighted the line items in the 2021 Proposed Budget capturing Pinnacle Consulting Group, Inc. expenses and provided an overview of the tree replacement program.
- Jason King, 146 Sand Cherry Street: Commented that covenant enforcement violations were a double standard, noting dead trees in common areas while residential property owners are fined for having dead trees on their property.

RECORD OF PROCEEDINGS

- David Dibbern, 4700 Mt Shavano Street: Requested a live camera in installed at the Fitness Center capturing the dog park and streamed on the community website.
- Thomas Kreutzer, 152 Bristlecone Street: Commented that he serves on the Finance Committee, complimented management and the Board on a job well done and encouraged residents to get involved with resident committees.
- Cori Keberlein, 5313 Tall Spruce Street: Requested clarification regarding compensation for the Operations Board Manager on design review fees, and avenues to reduce the high speed of motorists in the community especially near school. The Board requested Ms. Green respond to Ms. Keberlein's inquiry. Ms. Green reviewed the Design Review fee structure, stated the City of Brighton is responsible for patrolling traffic noting management would reach out to the City and encouraged residents to contact the City code enforcement office for street parking and traffic speed concerns.

There being no further public comment, the public hearing was closed. After further review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution to Adopt the 2021 Budget for Brighton Crossing Operations Board, and approve all other documents related to the 2021 budget. The Operations Board Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values for the Districts.

FINANCIAL
MATTERS CONT.

2020 Auditor: Mr. Angle recommended that the Board engage WIPFLI to perform the 2020 Audit. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to engage WIPFLI for the 2020 Audit services in an amount not to exceed \$5,000.

1st Quarter 2021 Collections Process: Mr. Angle provided an update to the Boards regarding the status of the 2nd through 4th Quarter Operations & Maintenance collection rates, noting that 4th Quarter collections are 26% lower than in November 2019. Mr. Angle additionally noted that the modified due date for 4th Quarter billings was November 30, 2020. The Boards discussed the 1st Quarter 2021 Collection Process. It was the consensus of the Board to extend the 1st Quarter due day by 30 days, making invoices due on February 28, 2021.

RECORD OF PROCEEDINGS

LEGAL MATTERS

Joint Cost Certification and Infrastructure Acquisition Resolution for the Venture Center: Ms. Green and Ms. Velasco reviewed the District No. 6 and Brighton Crossings Operations Board Joint Cost Certification and Infrastructure Acquisition Resolution for The Venture Center Pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Brookfield Residential (Colorado), LLC and the Authority Establishment Agreement and answered questions. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried, it was

RESOLVED to approve the Joint Cost Certification and Infrastructure Acquisition Resolution for the Venture Center, as presented.

Joint Cost Certification and Infrastructure Acquisition Resolution for the Filing 2, 6th Amendment (Planning Area 8 North) Landscaping: Ms. Green and Ms. Velasco reviewed the District No. 6 and Brighton Crossings Operations Board Joint Cost Certification and Infrastructure Acquisition Resolution for the Filing 2, 6th Amendment (Planning Area 8 North) Landscaping Pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Brookfield Residential (Colorado), LLC and the Authority Establishment Agreement and answered questions. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried, it was

RESOLVED to approve the Joint Cost Certification and Infrastructure Acquisition Resolution for Filing 2, 6th Amendment (Planning Area 8 North) Landscaping, as presented.

Joint Cost Certification and Infrastructure Acquisition Resolution for the Bridge Street Phase 2 Infrastructure and Landscaping: Ms. Green and Ms. Velasco presented the District No. 6 and Brighton Crossings Operations Board Joint Cost Certification and Infrastructure Acquisition Resolution for the Bridge Street Phase 2 Infrastructure and Landscaping Pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Brookfield Residential (Colorado), LLC and the Authority Establishment Agreement and answered questions. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried, it was

RESOLVED to approve Joint Cost Certification and Infrastructure Acquisition for the Bridge Street Phase 2 Infrastructure and Landscaping, as presented.

RECORD OF PROCEEDINGS

Joint Cost Certification and Infrastructure Acquisition Resolution for the Baseline Road Infrastructure and Landscaping: Ms. Green and Ms. Velasco presented the District No. 6 and Brighton Crossings Operations Board Joint Cost Certification and Infrastructure Acquisition Resolution for Baseline Road Infrastructure and Landscaping Pursuant to the Public Improvements Acquisition and Reimbursement Agreement with Brookfield Residential (Colorado), LLC and the Authority Establishment Agreement and answered questions. Director Albers mention that the District does not retain liability for the median on Baseline Road. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried, it was

RESOLVED to approve Joint Cost Certification and Infrastructure Acquisition Resolution for the Baseline Road Infrastructure and Landscaping, as presented.

Social Media Use Memorandum: Ms. Velasco presented the Social Media Use Memorandum to the Board and answered questions.

Developer Contribution Agreement with Brookfield Residential (Colorado), LLC: Ms. Velasco presented the Developer Contribution Agreement with Brookfield Residential (Colorado), LLC to the Board and answered questions. Following review and discussion, upon motion duly made by Director Robbins, seconded by Director Strider, and upon vote, unanimously carried, it was

RESOLVED to approve the Developer Contribution Agreement with Brookfield Residential (Colorado) LLC, as presented.

MANAGEMENT
AND
OPERATIONAL
MATTERS

Authorization for Little Library Installations at The Venture Center and the Fitness Center: Director Strider presented a proposal for consideration to the Board regarding Installing Little Library's at The Venture Center and Fitness Center. The consensus of the Board was to install Little Libraries at The Venture Center and the Fitness Center.

2021 Annual Administrative Matters Resolution: Ms. Green presented to the Board the 2021 Annual Administrative Matters Resolution, which sets forth certain annual administrative obligations to be performed in 2021 by the Operations Board or its designees and establishes the regular meeting dates and locations. Following review and discussion, upon motion duly made by Director Albers, seconded by Director Strider, and upon vote, unanimously carried it was

RECORD OF PROCEEDINGS

RESOLVED to approve the 2021 Annual Administrative Matters Resolution, as presented.

Finance Committee Member Appointment: The Board considered the appointment of Thomas Kreutzer to the Finance Committee. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried it was

RESOLVED to appoint Thomas Kreutzer to serve on the Finance Committee.

2021 Amenity Fee Schedule: Ms. Green reported that the Finance Committee and Enhancement Committee have proposed and collective support the 2021 Amenity Fee Schedule. Ms. Green reviewed the proposed 2021 Amenity Fee Schedule with the Board, noting the 10 free daily guest passes per household. Following review and discussion, upon motion duly made by Director Albers, seconded by Director Robbins, and upon vote, unanimously carried it was

RESOLVED to approve the 2021 Amenity Fee Schedule as presented.

Recreational Management Report: Ms. Ostendorf and Ms. Guth presented the Recreational Management Report to the Board and answered questions. The Board discussed the Tri-County Health Department's COVID-19 Public Health regulations that have required the Fitness Center to be closed. Ms. Green reported that the Corona Virus Relief Fund (CVRF) has been extended through 2021, and that cost for the YMCA to staff the Fitness Center could be reimbursed by the CVRF grant and allow the Fitness Center to open under current Tri-County Health Department's COVID-19 Public Health regulation. Following review and discussion, upon motion duly made by Director Albers, seconded by Director Robbins, and upon vote, unanimously carried it was

RESOLVED for the Operations Board Manager to coordinate with YMCA of Denver to provide hourly staff at the Fitness Center during peak use times until Tri-County Health Department's Orders move below the COVID-19 Status Dial 2.0 High Risk level.

Social Committee Report: Ms. Ostendorf presented the Social Committee Report to the Board and answered questions.

2021 Facilities Operations and Maintenance Independent Contractor Agreements: Ms. Green reviewed the following contracts with the Board and asked for approval of the service agreements in the amounts not to exceed the 2021 Operations Board General Fund budget.

RECORD OF PROCEEDINGS

- i. Environmental Designs Inc.
- ii. Terminex
- iii. Affordable Pest Control
- iv. Muttley's Maid
- v. Guardian Construction
- vi. Black Eagle Fence
- vii. Commercial Fence and Iron Works
- viii. E3 Signs
- ix. Electritech
- x. Star Playgrounds
- xi. Frontier Environmental
- xii. YMCA of Denver
- xiii. Stratus Building Solutions
- xiv. ProSec
- xv. American Mechanical Services

Following review and discussion, upon motion duly made by Director Strider, seconded by Director Albers, and upon vote, unanimously carried it was

RESOLVED to approve the 2021 Facilities Operations and Maintenance Independent Contractor Agreements, as presented.

OTHER MATTERS

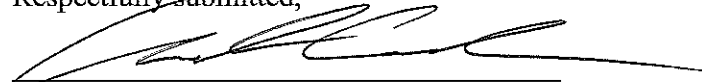
Director Comments: Director Strider thanked his fellow Directors and management and encouraged residents to get involved on resident committees.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Albers, seconded by Director Strider, and upon unanimous vote, the meeting was adjourned at 9:40 p.m.

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

Respectfully submitted,



Andrew Kunkel, Recording Secretary for the Meeting