

MINUTES OF A SPECIAL BOARD MEETING OF  
THE BOARD OF DIRECTORS OF THE  
ORCHARD FARMS METROPOLITAN DISTRICT (THE “DISTRICT”)  
HELD  
November 19, 2025

A special Board meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on November 19, 2025. This District Board meeting was held via Zoom Video Conference. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Randy Stutz, President  
John King, Treasurer  
Nate Watkins, Assistant Secretary  
Ed Passini, Assistant Secretary

Brian McNelly, Secretary was absent.

Also, in attendance were:

Celeste Terrell, Rachel Alles and Ben Maestas; CliftonLarsonAllen LLP (“CLA”)  
Megan Murphy, Esq.; WBA, PC (“WBA”)  
Susie Ellis; Covenant Enforcement Community Management  
Ernest Wendt; Member of the Public

ADMINISTRATIVE MATTERS

**Call to Order, Quorum and Reaffirmation of Disclosures:**

Ms. Terrell called the meeting to order. A quorum of the Board was confirmed. Attorney Murphy reported that disclosures for those Directors that provided WBA 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. Attorney Murphy 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.

HEARING TO DISPUTE FINES

**Executive Session:**

Ms. Ellis reviewed the violation details with the Board. Mr. Wendt expressed his concerns with the violation received. Discussion ensued. The Board determined an Executive Session was not needed. The Board determined to continue with the issuance of the fine.

ADJOURNMENT

There being no further business to come before the Board at this time, the Board adjourned the meeting.

Respectfully submitted,

By \_\_\_\_\_

Secretary for the Meeting