

MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
ORCHARD FARMS METROPOLITAN DISTRICT (THE “DISTRICT”)  
HELD  
December 3, 2025

A regular meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on December 3, 2025, at 5:00 p.m. 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  
Brian McNelly, Secretary  
John King, Treasurer  
Nate Watkins, Assistant Secretary  
Ed Passini, Assistant Secretary

Also, in attendance were:

Celeste Terrell, Rachel Alles and Lindsay Ross; CliftonLarsonAllen LLP (“CLA”)  
Megan Murphy, Esq.; WBA, PC (“WBA”)  
Susie Ellis; Covenant Enforcement Community Management  
Other members of the public.

ADMINISTRATIVE MATTERS

**Call to Order:**

Ms. Terrell called the meeting to order.

**Quorum and Reaffirmation of Disclosures:**

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.

### **Agenda:**

The Board reviewed the agenda for the meeting. Following discussion, upon a motion duly made by Director McNelly, seconded by Director King and, upon vote, unanimously carried, the Board approved the agenda, as presented.

### **Public Comment:**

A member of the public addressed the Board regarding a fine imposed on them regarding their fence. Discussion ensued and the Board determined to schedule a separate fine hearing for this issue.

A member of the public detailed the issues concerning a fence painting violation they received. The Board asked the member of the public to forward his fence stain purchase receipts.

### **2026 Annual Administrative Matters Resolution:**

Ms. Terrell reviewed the resolution with the Board. Following discussion, upon a motion duly made by Director King, seconded by Director McNelly and, upon vote, unanimously carried, the Board adopted the 2026 Annual Administrative Matters Resolution, as presented.

### **2026 Annual Meeting:**

Following discussion, the Board determined to schedule the annual meeting on August 5, 2026 both in person at the park at 16120 Columbine Street and via Zoom.

## **CONSENT AGENDA**

The Board reviewed the Consent Agenda. Following review and discussion, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the Consent Agenda.

- October 1, 2025 Board Meeting Minutes, October 6, 2025 Work Session Minutes and October 29, 2025 Board Meeting Minutes
- Claims Payable in the amount of \$127,928.40
- Playground Inspection Report
- Amended Digital Accessibility Policy

## **FACILITIES MANAGEMENT / DISTRICT OPERATIONS**

### **District Manager's Report:**

Ms. Terrell provided an update for the Board, noting that Design Review Committee

requests have been minimal recently, monthly community inspections are ongoing, and CLA is working on the insurance claim related to the property that was hit by a vehicle last week which Jeremy Wagner from Jeremy Jobs LLC has provided the estimate for repair. Discussion ensued regarding damage related to the insurance claim.

**Design Guidelines:**

Ms. Terrell noted that CLA is working on scheduling another design guidelines work session in January. The Board deferred this item for the next meeting.

Compliance Inspection Dates:

This item was deferred for the next meeting.

Advisory Committee Members:

This item was deferred for the next meeting.

LEGAL MATTERS

**Resolution Regarding Acceptance of Public Improvements (Portion of Tract B, Tracts C and G):**

Director Stutz noted that there are three drainage ditches that flow into the Morrison property that the District will be responsible for keeping water flowing into. Director Stutz will provide the information Attorney Murphy presented to the City of Thornton and coordinate further efforts with Attorney Murphy. Discussion ensued. No action was taken.

**Engagement Letter with WBA, PC for Legal Services:**

Attorney Murphy reviewed the Engagement Letter from WBA, PC for Legal Services with the Board. Attorney Murphy stated that as she is not independent as to the engagement, the Board is advised to have separate legal counsel review the engagement letter. The Board declined to engage separate legal counsel to review the engagement letter. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement letter. Following review and discussion, upon a motion duly made by Director McNelly, seconded by Director Passini and, upon vote, unanimously carried, the Board approved the Engagement Letter with WBA, PC for Legal Services, as presented.

FINANCIAL MATTERS

**September 30, 2025 Unaudited Financial Statements and Schedule of Cash Position:**

Ms. Ross reviewed the financial statements with the Board. Following discussion, upon a motion duly made by Director McNelly, seconded by Director King and, upon vote, unanimously carried, the Board accepted the September 30, 2025 Unaudited Financial Statements and Schedule of Cash Position, as presented.

**Public Hearing to Consider Amendment of the 2025 Budget and Resolution to Amend the 2025 Budget:**

Ms. Ross reviewed the 2025 Budget amendment to the Debt Service Fund with the Board. Discussion ensued.

Ms. Terrell opened the public hearing to consider an amendment to the 2025 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2025 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 the public hearing.

No public comments were received, and Ms. Terrell closed the public hearing.

Following discussion, upon a motion duly made by Director McNelly, seconded by Director King and, upon vote, unanimously carried, the Board approved the 2025 Budget amendment and adopted the Resolution to Amend the 2025 Budget, as presented.

**Public Hearing on the Proposed 2026 Budget and Resolution to Adopt the 2026 Budget and Appropriate Sums of Money:**

Ms. Ross reviewed the options available regarding the legislation capping property tax growth at 5.25%. Discussion ensued. Ms. Ross reviewed the 2026 Budget with the Board. The Board directed Ms. Ross to increase the funds for holiday lighting.

Ms. Terrell opened the public hearing to consider the proposed 2026 Budget.

It was noted that Notice stating that the Board would consider adoption of the 2026 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and Ms. Terrell closed the public hearing.

Following discussion, upon a motion duly made by Director King, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the 2026 Budget, and adopted the Resolution to Adopt the 2026 Budget and Appropriate Sums of Money, as amended.

**Engagement with Wipfli to Prepare the 2025 Audit:**

Ms. Ross noted the engagement letter has not yet been received from Wipfli, but anticipate an increases for 2025. Following discussion, upon a motion duly made by Director King, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved engaging Wipfli to prepare the 2025 Audit in an amount not to exceed \$7,600.

### **2026 Fee Schedule:**

Ms. Terrell reviewed the 2026 Fee Schedule with the Board. Following review and discussion, upon a motion duly made by Director McNelly, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the 2026 Fee Schedule, as presented.

## **DIRECTORS' MATTERS**

### **Flock Camera Community Meeting:**

Director Stutz reviewed the community responses with the Board. Following discussion, upon a motion duly made by Director McNelly, seconded by Director Passini and, upon vote, majority carried, the Board approved the installation of Flock Cameras, subject to the terms and conditions discussed. Directors McNelly and Passini were opposed.

It was noted that the District's investment in the installation will be dependent on coordination with Flock and may not occur if a mutual agreement is not achieved.

The Board directed Director Stutz to draft a memo regarding the Board's decision and justification for distribution to the community which will be reviewed at the next meeting.

## **MANAGER MATTERS**

### **No Trespassing Sign Options:**

Ms. Terrell reviewed the sign options with the Board. Following review and discussion, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the proposal from Jeremy Jobs LLC in the amount of \$919.98, as presented.

### **Property and Liability Coverage Renewal for 2026 and Property Schedule:**

Ms. Terrell reviewed the full property schedule of insured items with the Board and noted a 2% increase from last year. Following discussion, upon a motion duly made by Director McNelly, seconded by Director King and, upon vote, unanimously carried, the Board approved renewing the District's Property and Liability Coverage insurance and property schedule for 2026 as amended to add committee members to the liability policy and update the location of the concrete fence to "throughout the District" on the property schedule.

### **Worker's Compensation Coverage for 2026:**

Ms. Terrell reviewed worker's compensation insurance coverage with the Board. Following discussion, upon a motion duly made by Director McNelly, seconded by Director King and, upon vote, unanimously carried, the Board approved workers' compensation coverage for 2026.

**CLA Statements of Work for 2026 Management, Accounting, Billing and Community Management Services:**

Ms. Terrell reviewed the Statements of Work for 2026 with the Board, noting a change in the management services statement of work to account for additional meetings outside of the regular meeting schedule. Ms. Ross noted a fixed fee structure for all services for 2026. Following discussion, upon a motion, duly made by Director Stutz, seconded by Director McNelly and, upon vote, unanimously carried, the Board approved the CLA Statements of Work for 2026 for management, accounting, billing and community management services, as presented.

**CLA Cash Access Policy:**

Ms. Ross reviewed the CLA Cash Access Policy with the Board. Discussion ensued regarding late payments, and the Board directed CLA to add an additional Accounts Payable processing day to each month.

**Proposal for Playground Inspection Report Repair Items:**

This item was not discussed.

**OTHER BUSINESS**

**Design Guidelines Work Session and Fine Hearing:**

Following discussion, the Board determined to schedule a special meeting on January 14<sup>th</sup> at 5:00 p.m. and fine hearing following at 6:45 p.m.

**ADJOURNMENT**

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

Respectfully submitted,

By \_\_\_\_\_

Secretary for the Meeting