

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
VENTANA METROPOLITAN DISTRICT  
HELD APRIL 21, 2025**

A Special Meeting of the Board of Directors (the “Board”) of the Ventana Metropolitan District (the “District”) was convened on Monday, April 21, 2025, at 6:00 p.m. by Zoom video/telephone conference. The meeting was open to the public.

**ATTENDANCE**

**Directors Present:**

Eric Farrar  
Christina Sparks  
Mick Schuhmacher  
Heather Farrar

Following discussion, upon motion made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the absence of Director Laurencelle was excused.

**Also Present:**

Dominique Devaney; Public Alliance, LLC, District Manager

Tate Crosby; White Bear, Ankele, Tanaka, & Waldron, District General Counsel

Karis Clark; The Management Trust, Clubhouse Manager

LaMont Harris, Clifton Larson Allen, District Accountant

Kevin Whatley; Resident

**ADMINISTRATIVE  
MATTERS**

**Disclosures of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Ms. Devaney noted that a quorum was present and requested members of the Board to 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 Crosby noted that Disclosure Statements have been filed for all directors. No additional conflicts were disclosed.

**Agenda:** Ms. Devaney distributed, for the Board's review and approval, a proposed agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the agenda was

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approved as amended to remove the review and consideration of the CliftonLarsonAllen LLP 2025 Master Services Agreement and Statements of Work.

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### PUBLIC COMMENTS

There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Approved Minutes from February 24, 2025 Special Meeting.
- Ratification filing of 2024 Annual Report.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.

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### FINANCIAL MATTERS

**Cash Position Schedule and Property Tax Reconciliation:** Mr. Harris presented the Board with the cash position statement in the amount of \$1,768,553.99 dated April 18, 2025. He further reviewed the Property Tax Reconciliation with the Board.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schumacher and, upon vote, unanimously carried, the Board accepted the schedule of cash position, dated April 18, 2025 and the Property Tax Reconciliation.

**Claims:** Mr. Harris presented the Board with claims in the amount of \$112,485.17 for the period dated January 1, 2024 through April 18, 2025.

Following discussion, upon a motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote unanimously carried, the Board ratified and approved the claims as presented.

**CliftonLarsonAllen LLP 2025 Master Services Agreement and Statements of Work:** No action was taken at this time.

**ColoTrust Account:** Mr. Harris reviewed with the Board the benefits of a ColoTrust Account. Following discussion, the Board approved the ColoTrust account.

**Clubhouse Management Hours:** No action was taken at this time.

**Other Financial Matters:** There were no other financial matters.

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### LEGAL MATTERS

**Ventana Community Covenants**: The Board entered into discussion regarding the limitations of the existing covenant agreement.

*Covenant Enforcement Authority*: The Board deferred discussion until the May 19, 2025 meeting.

**Amended Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Covenant Enforcement Charges**: The Board reviewed an Amended Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Covenant Enforcement Charges.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board adopted the Amended Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Covenant Enforcement Charges.

**Amended Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents**: The Board reviewed an Amended Resolution Regarding Policies, Procedures, and Penalties for the Enforcement of the Governing Documents.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board adopted the Amended Resolution Regarding Policies, Procedures, and Penalties for the Enforcement of the Governing Documents.

**Other Legal Matters**: There were no other legal matters.

### MANAGEMENT MATTERS

**Manager's Report**: Ms. Devaney reviewed the Manager's Report with the Board.

**Management Agreement with Public Alliance LLC**: The Board reviewed the Management Agreement with Public Alliance LLC.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the Management Agreement with Public Alliance LLC.

**Proposal from Sports & Fitness Inc. for Installation of Workout Equipment**: The Board deferred discussion until the September 15, 2025 meeting.

**Proposal from Roof Connect National Roofing Services**: The Board reviewed a proposal from Roof Connect National Roofing Services for roof replacement.. Additionally, the Board considered approval of gutters and downspouts.

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Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Sparks and, upon vote, unanimously carried, the Board approved the proposal from Roof Connect National Roofing Services for roof replacement, gutters and downspouts, in the amount of \$66,207.

**Bridge Replacement:** The Board reviewed proposals for landscape services at the bridge.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the proposal from Environmental Designs, LLC for landscaping services, in the amount of \$2,700.89.

**Cleaning Services:** The Board deferred discussion until Fall.

**Playground Inspection:** The Board reviewed the low frequency playground inspection by Rocky Mountain Playground Services Ltd. No action was taken by the Board.

**Status of Insurance Claim for Clubhouse Roof:** The status of the insurance claim for the Clubhouse roof was discussed with the proposal from Roof Connect National Roofing Services for roof replacement, gutters and downspouts.

**Recreation Center:** The Board reviewed a recommendation and action plan captions for the Recreation Center from Engle Martin.

**Status of Insurance Claim for Filter Room:** The Board entered into discussion regarding the status of the insurance claim for the Filter Room explosion. It was noted that relevant information has been conveyed to CSD Pool. Due to the complexity of the pool pumps, the matter has been referred for further investigation.

**Status of Approval from the City of Fountain of Continued Development:** The Board entered into discussion regarding the status of approval from the City of Fountain of continued development. It was noted that there has been no progress on the matter.

**Landscaping Services:** The Board reviewed a proposal from Environmental Designs, LLC for landscaping services.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the proposal from Environmental Designs, LLC for landscaping services, in the amount of \$59,735.00.

**Pool Vacuum:** The Board reviewed a proposal for a pool vacuum.

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Following discussion, upon motion duly made by Director E. Farrar, seconded by Director H. Farrar and, upon vote, unanimously carried, the Board approved the proposal for a pool vacuum, in the amount of \$2,399.00.

**Pool Services:** The Board reviewed a contract with Rocky Mountain Aqua Care LLC for pool services.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director H. Farrar and, upon vote, unanimously carried, the Board approved the contract with Rocky Mountain Aqua Care LLC for pool services, in the amount of \$14,765.00.

**Security System and Access Control Upgrade:** The Board deferred discussion until the May 19, 2025 meeting.

**Pool Discussion Items and Considerations:** The Board discussed a number of items to consider regarding the pool:

*Safety Concerns:* The Board considered solutions for accidental slipping or falling into the pool, including evaluating the need to pull down pool rails for enhanced safety.

*Privacy Enhancements:* The Board considered installation of additional privacy screening around the pool area to provide better visual protection.

*Shade Solutions:* The Board considered options for adding a Spruce tree for shade, particularly at the shallow space.

*Pool Cover:* The Board considered a pool cover pursuant to the Certified Pool Operator (CPO) book.

**Other District Management Matters:** There were no other District management matters.

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### **EXECUTIVE SESSION**

**Executive Session:** Pursuant to Section 24-6-402(4), C.R.S., upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 7:44 p.m. for the purpose of receiving legal advice as it relates to potential litigation claims.

Pursuant to Section 24-6-402(2)(d.5) (II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the Board's Attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

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### OTHER BUSINESS

**Open House:** The Board discussed plans for an upcoming open house event at Ventana.

**Collections:** The Board entered into discussion regarding referring the recommended properties to legal collections.

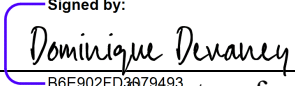
Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Sparks and, upon vote, unanimously carried, the Board approved referring the recommended properties to legal collections.

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### ADJOURNMENT

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

Respectfully submitted,

By  \_\_\_\_\_  
Signed by:  
B6E902FD3679493  
Secretary for the Meeting

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### ATTORNEY STATEMENT REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Ventana Metropolitan District, I attended the executive session meeting of the Board of Directors of the Ventana Metropolitan District convened 7:44 p.m. on April 21, 2025, for the sole purpose of receiving legal advice as it relates to potential litigation claims, as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S., and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signed

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Tate Crosby, Attorney for District

Dated:

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