

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
WILDGRASS AT ROCKRIMMON METROPOLITAN DISTRICT
HELD
NOVEMBER 14, 2019**

A regular meeting of the Board of Directors of Wildgrass at Rockrimmon Metropolitan District ("Board") was held Thursday, November 14, 2019, at 10:00 a.m., at the Offices of Century Communities 9475 Briar Village Pt., Suite 125, Colorado Springs, Colorado. The meeting was open to the public.

Attendance

In attendance were Directors:

Mike Fenton
Sarah Darneal
Jeff Mattson
Susan Gonzales

Also in attendance were:

Elisabeth Cortese; McGeady Becher P.C. (via telephone)
Chelsea Gondeck and Adam Mounce; CliftonLarsonAllen LLP

Call to Order/
Approve Agenda

Director Fenton called the meeting to order at 10:00 a.m. Following discussion, upon a motion made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board approved the Amending the Agenda to include the addition of a Legal Item to Approve; Engaging Bruce Martin for Market Analysis and a Financial Item to Approve; Engaging CliftonLarsonAllen LLP for Financial Analysis.

Declaration of
Quorum/Disclosure of
Conflicts of Interest

The Board noted a quorum was present and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Secretary of State. The members of the Board were requested 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 Statute. No additional disclosures were made. Attorney Cortese noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Confirm Meeting Location
and Posting Notices

Following discussion, upon a motion made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board approved the Agenda as presented.

Public Comment

None.

Administrative Matters

A. Discuss Vacancies on the Board. Consider Appointment of Eligible Elector(s) to the Board. Administer Oat(s) of Office

Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board appointed Susan Gonzales.

B. Consider Appointment of Officers

The Board considered the appointment of officers. Following discussion, upon motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board appointed the following slate of officers:

President – Mike Fenton
Secretary – Sarah Darneal
Treasurer – Susan Gonzales
Assistant Secretary – Jeff Mattson

C. Approve Minutes of the November 15, 2018 Regular Meeting

Upon a motion duly made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board approved the November 15, 2018 Meeting Minutes.

Legal Matters

A. Discuss Engagement of Seter & Vander Wall, PC for Designated Election Official (“DEO”) Services

Following discussion, upon a motion duly made by Director Darneal, seconded by Director Mattson, and upon vote, unanimously carried, the Board approved the Engagement of Seter & Vander Wall for DEO services.

B. Consider adoption of Resolution No. 2019-11-01; Calling May 5, 2020 Regular Director Election, appointing DEO and authorizing DEO to perform all tasks required for the conduct of a mail ballot election (enclosed). Self-Nomination and Acceptance Forms are due by February 28, 2020. Discuss need for ballot issues and/or questions

Upon a motion duly made by Director Mattson, seconded by Director Fenton, and upon vote, unanimously carried, the Board approved Resolution No. 2019-11-01.

C. Discuss and Consider Engagement of M&S Civil Consultants, Inc. for Cost Verification Services and Approve Service Agreement for said services

Upon a motion duly made by Director Fenton, seconded by Director Mattson, and upon vote, unanimously carried, the Board approved the engagement of M&S Civil Consultants, Inc. for Cost Verification Services and Approved a Service Agreement for said services.

D. Discuss and Consider Approval of Second Amendment to Operation Funding Agreement with Century at Wildgrass, LLC

Item approved in conjunction with Resolution No. 2019-11-03; adopting the 2020 budget and appropriating sums of money.

E. Ratify the Engagement of Sherman & Howard as Bond Counsel

Upon a motion duly made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board ratified the Engagement of Sherman & Howard as Bond Counsel.

F. Ratify the Engagement of D.A. Davidson & Co. as District Underwriter

Upon a motion duly made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board ratified the Engagement of D.A. Davidson & Co. as District Underwriter.

G. Discuss update on McGeady Becher P.C. for District Records Retention

Attorney Cortese reviewed McGeady Becher P.C.'s policy on Records Retention with the Board.

Financial Matters

A. Ratify approval of Engagement with Myers Research, LLC for Market Analysis

Upon a motion duly made by Director Fenton, seconded by Director Mattson, and upon vote, unanimously carried, the Board ratified the Engagement of Myers Research, LLC for Market Analysis.

B. Ratify approval of 2018 Audit Exemption Application

Upon a motion duly made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board ratified the 2018 Audit Exemption Application.

C. Review and Ratify Current and Previous Claims

Mr. Mounce reviewed the current and previous claims with the Board. Upon a motion duly made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board ratified the Current and Previous Claims.

D. Review and Approve September 30, 2019 Unaudited Financial Statements and Cash Position Report

Mr. Mounce reviewed the Unaudited Financial Statements and Cash Position Report with the Board. Upon a motion duly made by Director Fenton, seconded by Director Darneal, and upon vote, unanimously carried, the Board Approved the Unaudited Financial Statements and Cash Position Report.

E. Conduct Public Hearing to Consider Amending 2019 Budget; Consider Adopting Resolution No. 2019-11-02; Amending 2019 Budget

Upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried the Board opened the public hearing to consider the proposed 2019 Budget Amendment.

It was noted that Notice stating that the Board would consider amending the 2019 Budget, the date, time and place of the public hearing was published 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, upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board closed the public hearing.

Mr. Mounce reviewed the 2019 Budget Amendment with the Board. Following discussion, upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the adoption of Resolution No. 2019-11-02 Amending 2019 Budget.

F. Conduct Public Hearing to Consider Adoption of 2020 Budget, Appropriate Expenditures and Certify Mill Levies; Consider Adoption of Resolution No. 2019-11-03; to Adopt 2020 Budget and Appropriate Sums of Money and Resolution No. 2019-11-04; to Set Mill Levies

Upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried the Board opened the public hearing to consider Adopting the 2020 Budget and discuss related issues.

It was noted that Notice stating that the Board would consider adopting the 2020 Budget and the date, time and place of the public hearing was published 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 upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board closed the public hearing.

Mr. Mounce reviewed the proposed 2020 Budget with the Board. Following discussion, upon a motion duly made by Director Darneal, seconded by Director Mattson and, upon vote, unanimously carried, the Board approved the adoption of Resolution No. 2019-11-03; Adopting the 2020 Budget and Appropriating Sums of Money and Resolution No. 2019-11-04; to Set Mill Levies. The final assessed value and execution of the Certification of Budget and Certification of Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2019. The District Accountant was authorized to transmit the Certification of Mill Levies to the El Paso County Board of Commissioners, no later than December 15, 2018. The District Manager was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2020.

G. Consider adoption of Resolution No. 2019-11-05; Authorizing Adjustment of the District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3

Following discussion, upon a motion duly made by Director Fenton, seconded by Director Mattson and, upon vote, unanimously carried, the Board approved Resolution No. 2019-11-05; authorizing adjustment of the District mill levy.

- H. Consider authorizing District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties

Upon motion duly made by Director Fenton, seconded by Director Mattson and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

- I. Discuss and Consider Engagement of BiggsKofford to Perform 2019 Audit

Following discussion, upon a motion duly made by Director Fenton, seconded by Director Mattson and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the 2019 application for exemption from audit.

Manager's Matters

- A. Discuss new legislation regarding posting of meeting notices

Attorney Cortese discussed the new legislation regarding posting of meeting notices with the Board.

- B. Discuss Business to be conducted in 2020; Review and Adopt Resolution No. 2019-11-06; Establishing Regular Meeting Dates, Time and Location, Establishing District Website and Designating Location for Posting 24-Hour Notices

Following discussion, upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved Resolution No. 2019-11-06; Establishing Regular Meeting Dates, Time and Location, Establishing District Website and Designating Location for Posting 24-Hour Notices.

- C. Review and Consider Approval of 2020 Fee Schedule

Upon a motion duly made by Director Fenton, seconded by Director Mattson and, upon vote, unanimously carried, the Board approved the 2020 fee schedule.

D. Discuss District Insurance Coverage and Renewal of Same; Discuss Renewal of Special District Association (SDA) Membership

Upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the renewal of the District's insurance and SDA membership.

E. Discuss Transparency Notice and Posting of Same on the SDA Website and District website (www.wildgrassrockrimmonmd.com)

Upon a motion duly made by Director Fenton, seconded by Director Darneal and, upon vote, unanimously carried, the Board approved the posting of the transparency notice on the SDA and District websites.

F. Review and Ratify Approval of Change Order No. 1 to Service Agreement with Metco Landscape, LLC for Dry River Bed Extension

Upon a motion duly made by Director Fenton, seconded by Director Mattson and, upon vote, unanimously carried, the Board ratified Change Order No. 1 to Service Agreement with Metco Landscape, LLC for Dry River Bed Extension.

G. Review and Ratify Approval Change Order No. 2 to Service Agreement with Metco Landscape, LLC for 2020 Landscape Maintenance and Snow Removal Services

Upon a motion duly made by Director Darneal, seconded by Director Mattson and, upon vote, unanimously carried, the Board ratified Change Order No. 2 to Service Agreement with Metco Landscape, LLC for 2020 Landscape Maintenance and Snow Removal Services.

Development

A. Report on Status of Development

Director Fenton noted the anticipated full build-out to be completed in May 2020 and that construction on a dedicated turning lane is in progress.

Page 8

Covenants Enforcement
Matters

A. Ratify adoption of Resolution No. 2019-04-01; Adopting the
Homeowner Design Guidelines of Wildgrass at Rockrimmon
Metropolitan District

Following discussion, upon a motion duly made by Director Fenton, seconded by Director Mattson and, upon vote, unanimously carried, the Board ratified Resolution No. 2019-04-0; Adopting the Homeowner Design Guidelines of Wildgrass at Rockrimmon Metropolitan District.

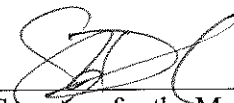
Confirm Quorum for Next
Regular Meeting

The Board confirmed a quorum for the next regular scheduled meeting for January 9, 2019 at 10:00 a.m.

Adjournment

With no further business to discuss, upon a motion duly made by Director Mattson, seconded by Director Darneal and, upon vote, unanimously carried, the Board adjourned the meeting at 11:07 a.m.

Respectfully submitted,



Secretary for the Meeting

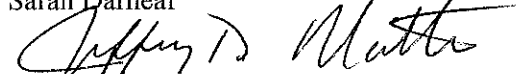
THESE MINUTES ARE APPROVED AS THE OFFICIAL NOVEMBER 14, 2019
MINUTES OF WILDGRASS AT ROCKRIMMON METROPOLITAN DISTRICT BY THE
BOARD OF DIRECTORS SIGNING BELOW.



Mike Fenton



Sarah Darneal



Jeff Mattson

Susan Gonzales