

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
HERITAGE HILLS METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
MARCH 13, 2026**

A regular meeting of the Board of Directors of the Heritage Hills Metropolitan District (referred to hereafter as the “Board”) was convened on March 13, 2026, at 8:15 a.m., at the Heritage Hills Clubhouse, 9201 Heritage Hills Parkway, Lone Tree, Colorado 80124, and via ZOOM. The meeting was open to the public.

ATTENDANCE:

Directors in attendance were:

Shaun Seales, President

Brad Dodds, Vice-President

Jerome Dyck, Treasurer

Heath McLaughlin, Assistant Secretary

Absent was Director Paul Strickland, whose absence was excused.

Also, in attendance were:

Barbara Vander Wall Esq. and Elizabeth Dauer, Esq., Seter, Vander Wall & Mielke, P.C. (“SVWM”)

Evan Wolf, Brightview Landscape Services (“Brightview”)

Carson Besgrove, Merrick & Company (“Merrick”)

Alonso Duran Rodríguez, CliftonLarsonAllen LLP (“CLA”)

Steve Fromm, Cathy Fromm, and Chasity McKinnon, Fromm & Company LLC (“Fromm”)

Matt Clarkson, Wizard Works Security Services (“Wizard Works”)

Kyle Goudy, Lone Tree Police Department (“Lone Tree PD”)

Members of Public: Todd Griffin, Josh Manweiler, Faith Walter, Katie Braden, Hawaii McLaughlin, Tom Frame and Jill Clark.

ADMINISTRATIVE MATTERS:

Call to Order

The meeting was called to order at 8:15 a.m.

Disclosures of Potential Conflicts of Interest

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors 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 conflicts were disclosed at the meeting.

Director McLaughlin stated that there are potential conflicts of interest and requested that they be addressed in legal matters.

Quorum, Location of Meeting Posting of Meeting Notice

A quorum was confirmed, and the meeting and location were approved and noticed as required pursuant to Colorado law.

Approval of Agenda

Upon motion by Director Seales, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved the agenda with a modification to move landscaping matters to immediately follow Public Comment to accommodate a scheduling conflict.

PUBLIC COMMENT:

No public comment was presented at this time.

LANDSCAPING MATTERS:

March Maintenance Report

Mr. Wolf reported on current and anticipated water restrictions, noting that extreme drought conditions are expected and Denver Water is likely to implement Phase I restrictions, potentially limiting irrigation to two days per week during designated hours. Mr. Wolf added that conditions could escalate to Phase II, further impacting the irrigation season.

Mr. Wolf recommended turf replacement initiatives, stating that Denver Water is offering incentives and subsidies for approved designs. Mr. Wolf provided an overview of a potential xeriscaping option. Mr. Wolf advised that enforcement of water restrictions is expected to be stringent.

Discussion ensued, no action taken.

Tree Removal – Proposal

Mr. Wolf reported that there are significant tree health concerns, stating that approximately 29 trees have been identified for removal due to disease. Mr. Wolf provided an overview of the affected trees that are exhibiting advanced deterioration and a substantial loss of bark.

Mr. Wolf reported that a substantial number of chokecherry trees located within the parkways have been impacted by fire blight, adding that the condition is not expected to improve and is likely to worsen and spread to additional trees if not addressed. Mr. Wolf emphasized the urgency of the situation.

Mr. Wolf presented a proposal that listed tree locations, outlined the scope of work and the cost associated with tree removal, including the removal of the identified trees, stump grinding, and site preparation for future replacement. The estimated cost for the removal of 29 trees is \$31,642.

Several replacement tree species were presented with an estimated cost of \$1,000 each. Mr. Wolf noted the replacement of the trees is not opportune at this time due to water restrictions, however, the removal of the diseased trees remains necessary.

After further discussion and upon motion by Director Seales, seconded by Director Dyck, and, upon vote, unanimously carried, the Board approved the removal of the diseased trees, as presented.

Director Seales requested Mr. Wolf to bring a proposal focused on flowers for the April meeting, along with tree replacement options and a phased implementation plan considering possible water restrictions.

Mr. Wolf confirmed, following an inquiry from Mr. Fromm, that spring cleanup is ready to begin.

In response to Mr. Fromm, Mr. Wolf clarified that restrictions are not yet in place, and irrigation systems may be turned on. Mr. Fromm requested that only trees be watered at this time, not turf. Mr. Wolf noted that sprinkler heads in turf areas could be capped to accommodate the watering of trees only. Director Seales recommended maximizing watering before any restrictions take effect. Director Dyck requested that the irrigation be activated immediately. Mr. Wolf noted that if a shutdown of the irrigation system were needed, due to low temperatures, the cost would be \$8,000 to \$10,000. Mr. Fromm asked whether irrigation could be activated the following week, and Mr. Wolf confirmed. After further discussion and upon motion by Director Dyck, seconded by Director Dodds, and, upon vote, unanimously carried, the Board approved activation of the irrigation system for the following week.

CONSENT AGENDA:

Minutes from February 13, 2026, Regular Meeting of the Board

The Board reviewed the minutes of February 13, 2026, Regular Meeting of the Board. Upon motion by Director Seales, seconded by Director Dodds and with one abstention (McLaughlin), the Board approved the meeting minutes, as presented.

Director McLaughlin stated that he has issues with the meeting minutes, adding that there are inconsistencies with the meeting minutes month after month. Legal counsel suggested he identify the referenced inconsistencies. Director McLaughlin stated that it is not just one month, and that there is so much information, it is just a matter of trying to capture it.

Director McLaughlin requested future meetings be recorded. Legal counsel noted there are legal considerations regarding meetings being recorded, stating that the statutes define how meetings are preserved as the public record, including recording as an available method. Because maintaining recorded minutes creates logistical and other challenges, legal counsel recommended continuing to keep a written record as the District's official record, in addition to recording the meetings if desired.

Director Seales stated that when the TV was initially installed, bandwidth limitations prevented recording meetings. Director Seales continued that with recent internet upgrades and available AI tools, meetings could now be recorded while generating transcriptions.

Legal counsel expressed concerns regarding the risk of AI-generated minutes, which may not capture the Board discussion accurately.

Director Seales stated that meeting minutes could be more summary based, with transcription, the audio and video recordings available as additional support. Legal counsel reminded the Board that when CLA assumed responsibility for creating the meeting minutes, the minutes were much more limited compared

to the level of detail the Board currently receives, noting that some prefer detailed minutes while others do not.

Ms. Fromm pointed out that when Fromm took on District Management responsibilities, they suggested recording meetings; however, legal counsel advised against doing so at that time. She stated that accusations should not be made without the correct information.

Director McLaughlin recommended that future meetings be summarized using AI on a trial basis to evaluate its effectiveness. Director McLaughlin added that if the summaries are not satisfactory, alternative AI solutions could be explored. Legal counsel advised that AI-generated minutes would still require human review to ensure accuracy and usability. Ms. Fromm confirmed that Ms. McKinnon prepares the minutes, followed by Ms. Fromm's review and then review by legal counsel. Ms. Fromm acknowledged that the proposed AI-assisted process would allow for a similar review structure but could be completed more efficiently. Discussion ensued as to the pros and cons of using AI to translate meeting minutes.

Legal counsel clarified that the official meeting minutes would be those submitted to the Board for consideration and approval; and also noted that the State Archives records retention schedule requires retention of supporting documents used in the development of official records for a period of one year. The Board agreed that a 12-month retention cycle would be appropriate, allowing sufficient time for review or discovery needs before disposition.

Director Seales suggested a centralized document storage system for the Directors to have shared access to District records, such as Dropbox or a similar platform. Ms. Fromm noted that she will explore options for secure document storage and shared access. Ms. Fromm confirmed that Zoom is currently being used for Board meetings and has the ability to record meetings. Ms. Fromm stated that the Zoom recordings can be downloaded to Fromm's shared drive or a Board shared drive, once established.

After further discussion and upon motion by Director McLaughlin, seconded by Director Dodds, and, upon vote, unanimously carried, the Board approved recording meetings and generating AI-based minutes to serve as the District's official record for review by management and legal counsel, prior to submission to the Board for approval, and for recordings to be retained for a twelve-month period.

SECURITY MATTERS:

Security, Gates, and Barrier Arm System

Mr. Clarkson, Wizard Works, reported an incident involving an Amazon driver who wrote an entry code on the community kiosk. Mr. Clarkson stated that the individual was identified and a license plate number was obtained.

Mr. Clarkson reported on another incident which involved an Amazon driver installing their key access code directly into the kiosk without prior notification or authorization, resulting in the gates becoming stuck in the open position. Mr. Clarkson stated the system was subsequently disconnected, and no further issues with the gates have been reported. Mr. Clarkson stated that this practice is occurring in other communities, although it is unclear whether Amazon has formal permission or assumes such access. Mr. Clarkson recommended that the kiosk be reprogrammed to prevent Amazon from accessing the system. Mr. Fromm further explained that Amazon personnel are able to open the kiosk and install an application to facilitate entry. Mr. Fromm recommended that the kiosk be secured by changing the locks to restrict

access to authorized personnel only. Mr. Fromm further explained that the Amazon device remains physically present within the kiosk, however, it has been disconnected, and uncertainty remains regarding its removal or next steps. After further discussion and upon motion by Director Dodds, seconded by Director Seales, and, upon vote, unanimously carried, the Board approved that the kiosk locks be re-keyed or replaced, whichever option is determined to be more cost-effective, and to be completed as soon as possible.

Director Seales requested that a solution be developed to prevent packages from being left at the gates, noting that these issues do not exist with FedEx and UPS. Discussion ensued. Mr. Fromm stated that he has been in contact with an Amazon representative, who confirmed that all Amazon flex drivers would have access to the proper code to enter the community. Mr. Fromm noted that the number of packages being left at the gate has declined significantly.

Director Seales recommended having a drop box at the gate for package deliveries to help prevent similar issues from continuing. Mr. Fromm recommended allowing additional time to monitor the situation over the next month to determine if conditions improve. Legal counsel noted that if the District becomes involved in the handling or temporary storage of packages, it could become exposed to potential liability for lost or stolen items, which may not be covered under the District's insurance. Discussion ensued; no action was taken.

Mr. Clarkson presented a cost of \$2,200 for the installation of an additional camera along the fenceline to monitor the intersection at the Clubhouse corner. Upon motion by Director Seales, seconded by Director McLaughlin, and, upon vote, unanimously carried, the Board approved the purchase and installation of an additional camera on the fenceline, in the amount of \$2,200.

Mr. Clarkson estimated that a custom-designed and constructed gate, for the Willow Creek Trail project, would require an approximate lead time of four to six weeks. Mr. Clarkson confirmed that the gate would be motorized and would be similar in design to the gate located at the Lincoln sidewalk.

Mr. Fromm reported that the last recorded arm strike occurred on February 2nd. Mr. Fromm also expressed appreciation to the Lone Tree Police Department for their assistance in contacting drivers involved in the barrier arm strike incidents.

Update on the MyQ Community App

Ms. McKinnon provided an update on daily activities related to the MyQ Community App, including continued assistance to residents, providing tutorials, responding to inquiries, and managing ongoing support tasks.

Ms. McKinnon stated that the webinars will continue on a monthly basis.

ENGINEERING MATTERS:

Heritage Hills Parkway Fence

Mr. Besgrove stated that the quote provided by JR Engineering, as submitted by Director McLaughlin, is limited to providing staking along the rear property line. Director McLaughlin noted that JR Engineering performed the original survey of the District. Mr. Besgrove stated that JR's estimate includes thirty staking

points and is based on a one-time staking. He noted that the accuracy of the staking may be limited. Director Dodds emphasized that to avoid any potential encroachment onto private property, the intent is to construct the fence entirely on the Metro District property. Mr. Besgrove clarified his opinion that .2 inches is an acceptable tolerance for staking with GPS coordinates.

Director Dodds stated that Merrick provided a price and indicated that they are able to set monuments, while JR Engineering noted that monument setting would require an additional cost; Merrick confirmed their ability to set monuments, and Director Dodds emphasized that monuments should be set to clearly establish the property line. Mr. Besgrove reminded the Board that the existing plat is over 20 years old, and that setting monuments would require a new plat, as required by the City of Lone Tree. This would be required of any firm that is contracted to perform the survey. Mr. Fromm noted utility lines will need to be marked and 811 should be contacted. Mr. Besgrove agreed and recommended that Brightview identify and mark the existing irrigation system. He also noted challenges in relocating the fence only on District property. Discussion ensued.

After further discussion and upon motion by Director Dodds, seconded by Director Seales, and, upon vote, unanimously carried, the Board approved to move forward with Merrick in the amount not to exceed \$22,000, adding that if a proposal from JR Engineering is less, the Board will proceed with the lowest qualified bid.

Director McLaughlin explained that the TCJR fencing proposal included in the packet was provided for informational purposes only, in the amount of \$19,760, and was intended to be compared with Brightview's fencing quote to evaluate the differences between the two. Fromm will provide Brightview's fence proposal at the next meeting.

Willow Creek Trail Project

Mr. Besgrove reported that the project is out for bid, with bids due by March 26th. Mr. Besgrove noted the challenge in obtaining contractors to bid due to the small project size. Mr. Besgrove also reported pricing for the masonry columns is still in process. Discussion ensued as to the type of brick.

Mr. Fromm inquired as to whether there are two separate bids for the Willow Creek Trail Project. Mr. Besgrove clarified that currently the fencing and the lighting are being treated as a single bid; however, there is an overlap between the electrical and the gate. Mr. Besgrove continued stating that ideally there would be one contractor to oversee the entire project. Mr. Fromm recommended having Wizard Works handle the gate and electrical portion. Mr. Besgrove further explained that separate bids could be obtained for each component of the project, including fencing, columns, and the gate and electrical work, however, coordination between contractors would be required. Discussion ensued.

Director Dodds inquired whether samples of the brick for the columns would be provided. Mr. Besgrove provided an image illustrating the two brick colors currently being used by ANA, consisting of 25% Monterey and 75% Sandstone Red. Mr. Besgrove provided images illustrating both a flat cap and a sloped cap for the brick columns, noting that the sloped cap offers improved drainage. After further discussion, it was agreed to proceed with the peaked cap for the brick columns. Mr. Besgrove confirmed he will be in contact with masonry contractors and obtain pricing.

Mr. Besgrove stated that the goal is to award the bid at the April Board meeting and begin work June 1st.

Overlook Park Pavilion Project

Mr. Besgrove provided an update regarding whether the cable could be installed in the electrical conduit, noting that he has confirmed the cable must be installed separate from the conduit.

Mr. Besgrove reported that the current design connects the pavilion lighting to the same time clock that controls the pool and tennis courts, placing them on the same timer. Mr. Fromm requested that the lighting be accessible and controllable from his phone. Mr. Besgrove stated that he will look into it. Discussion ensued.

Mr. Besgrove reported that Denver Dirt Works could not guarantee current pricing or scheduling if the project were postponed; project completion is estimated to be 74 days.

Director McLaughlin expressed frustration with the Overlook Park Pavilion Work Session postcard communication and noted the email he had composed was not sent to the residents. Legal counsel noted that her February meeting notes indicated the Board directed a postcard mailing, and that direction must come from the Board, not just one Board member.

Mr. Fromm confirmed that an email had been distributed to the community. Ms. Fromm stated that the postcard was mailed out due to the lack of email addresses for all residents, noting that a mailed postcard ensures delivery to every residential home. Director McLaughlin acknowledged that the decision to use a postcard had been discussed. Director Dyck confirmed that he approved the draft postcard, which was intended to be simple and straightforward, and a general notice for the event, not designed to include full plans or blueprints, but rather to inform residents of the meeting.

Director McLaughlin stated that the communication did not include the total cost of the project. Ms. Fromm noted that the postcard presented the construction cost of the pavilion and the lighting as presented at the February Board meeting. She also noted that the \$90,000 of undisclosed costs, referenced by Director McLaughlin, was approved and spent from 2023 to 2025, for surveying, title work, ROW variance approval, etc. to determine if the pavilion was a feasible project. Mr. Besgrove confirmed that as of February 2026, \$83,000 had been spent on engineering costs, surveys, architectural structure drawings, site improvement plan, relocation of an Xcel light, easements, and mineral rights research. Director Seales explained that these costs would have been incurred regardless, noting that if any structure were to be built at that location, those costs would be required.

Director McLaughlin stated that he called Ms. McKinnon after she had emailed him saying the postcard was going to be distributed, confirming it had been approved by the Board. Ms. Fromm stated that Fromm does not approve of Director McLaughlin's behavior towards Ms. McKinnon. Director McLaughlin stated that this topic can be discussed as part of legal matters.

After further discussion and upon motion by Director Seales, seconded by Director Dyck, and, upon vote, a majority of the Board approved to award Denver Dirt Works the bid for the Overlook Park Pavilion project, to include lighting.

Director Seales inquired regarding what additional utility lines may be needed in the future, and whether the space should be allocated to accommodate additional lines. Mr. Besgrove explained that extra lines should be added while the trench is open. Discussion ensued. Mr. Besgrove stated he will work with the contractor regarding conduit sizing for additional lines and costs.

Mr. Besgrove stated that there is a Ground Engineering proposal that the Board had discussed at the prior meeting, for materials testing in the amount of \$3,000. After further discussion and upon motion by

Director Seales, seconded by Director Dyck, and, upon vote, with one abstention, the Board approved the proposal from Ground Engineering, in the amount of \$3,000.

Director Seales stated the goal is to have the construction completed by Memorial Day, noting that he does not want to see the park under construction throughout the summer. He noted that if construction cannot be completed by Memorial Day, then the project should be pushed to fall, when school is back in session. The park area is the only area the community has available for large group gatherings. Mr. Besgrove explained that the primary contract reads 74 days and with no liquidated damages the contractor may not be forced to expedite the schedule. Discussion ensued. Upon motion by Director Seales, seconded by Director Dodds, and, upon vote, with one abstention, the Board approved the reconsideration of the prior motion of action, identifying Denver Dirt Works as the preferred bidder to negotiate and modify the construction contract schedule to a new start date of August 15th, for the Overlook Park Pavilion project.

MANAGER MATTERS:

Project Manager Report

Mr. Fromm reported that day-to-day activities have remained consistent, noting that includes communicating with police officers, maintaining security, staying in contact with vendors, and addressing any District issues that arise.

Mr. Fromm presented Tall Contracting's proposal of \$118,000 for concrete repair along Heritage Hills Parkway, adding that the scope would begin at Yosemite and end at the Lincoln entrance. Mr. Fromm further stated that the clubhouse, pool areas, and surrounding concrete would all be replaced. Mr. Besgrove stated that the proposal appears reasonable and that a contract would be necessary for this project. Mr. Besgrove noted that Tall Contracting would need to have access to an onsite water hydrant, and that they would need to coordinate with the water provider to obtain and rent a water meter. Discussion ensued. Mr. Fromm anticipates the concrete work to start in the next two to three weeks. Mr. Besgrove stated that if any alterations are made, they need to meet current ADA standards. After further discussion and, upon motion by Director Seales, seconded by Director Dodds and, upon vote, unanimously carried, the Board approved the proposal for concrete repair.

FINANCIAL MATTERS:

Review and Ratify Approval of Interim Claims

Mr. Duran Rodriguez presented the total list of claims at \$88,039.87. Upon motion by Director Seales, seconded by Director Dyck, and, upon vote, unanimously carried, the Board approved and ratified the list of claims, as presented.

Review and Consider Acceptance of the Variance Report, Schedule of Cash Position and Property Tax Schedule.

Mr. Duran Rodriguez provided an overview of the Variance Report of current expenditures as of March 3, 2026, of \$138,706.46, which is 6.59% of the actual budget.

Mr. Duran Rodriguez provided an overview of the Variance Report of Capital Projects Fund expenditures as of March 3, 2026, of \$12,836.00, which is .91% of the actual budget. Ms. Fromm clarified that the

security expenses should now be allocated to the General Fund due to the barrier arm system being fully operational.

Mr. Duran Rodriguez provided an overview of the Schedule of Cash Position.

Mr. Duran Rodriguez stated that 8.35% of property taxes have been collected as of January 31, 2026. After further discussion and upon motion by Director Seales seconded by Director Dyck, and, upon vote, unanimously carried, the Board accepted the Variance Report, Schedule of Cash Position and Property Tax Schedule, as presented. Mr. Duran Rodriguez also noted that he will look at moving a portion of management expenses to the “security” category.

Director Seales requested that pricing be obtained for permanent holiday lighting options for the pool area, gatehouses and the clubhouse and asked that this item be added to next Board meeting agenda.

Mr. Duran Rodriguez asked for direction regarding payment of director fees, whether payments are preferred to be made monthly or annually. Ms. Fromm asked Mr. Duran Rodriguez to confirm that none of the Directors were paid for their 2025 Board Meetings/Work Session attendance until 2026. Mr. Duran Rodriguez confirmed this fact and noted he was providing the Directors’ 2025 W-2’s today. The Board agreed to be paid monthly.

LEGAL MATTERS:

Legal Status Report

Ms. Dauer presented her legal status report to the Board.

MPM Pool Management Service Agreement

Ms. Dauer presented the MPM Pool Management Service Agreement. She asked the Board to determine closure dates which affect pricing amounts outlined in the agreement. After further discussion and upon motion by Director Seales seconded by Director McLaughlin, and, upon vote, unanimously carried, the Board approved the MPM Pool Services Agreement with the contract to reflect the weekdays closure of the Overlook Pool after August 12th through Labor Day and closing the Summit pool during the weekdays after September 7th, and full closure of the Summit pool September 20th.

Director Seales requested confirmation from MPM regarding equipment condition to ensure successful pool openings for the upcoming season.

Conflicts of Interest

Director McLaughlin asked who District legal counsel represents. Legal counsel acknowledged that the lawyers represent the board of directors, and not an individual director. Director McLaughlin stated that he is confused about why legal counsel did not address the issue that arose during the month with Fromm as he had requested. Legal counsel stated that they do not represent him as an individual Director but clarified that they represent the Board as a whole. Legal counsel further explained that they cannot carry out actions in the direction of one director without the authorization from the Board.

Director McLaughlin suggested that the Board had made a Board member appointment, and the Board awarded a contract, during executive sessions, that secret meetings were being held, that he was being excluded from Board emails, that the Board was not transparent, and that the Metro District sent out negative emails about him during the 2025 election.

Legal Counsel clarified that the Board has met in lawfully convened executive sessions, during which no action was taken. The Board appointment and contract award were both made in a public meeting with deliberation and after the respective executive session ended.

Director Dyck stated that Director McLaughlin's accusations of secret meetings are false and that the Brick Wall board member committee members were conducting resident candidate interviews, which were held in the Clubhouse basement to provide privacy to the candidates during the interview process. Director Dyck also noted that he did receive Director McLaughlin's interview questions and incorporated a few of them in the interviews. It was noted that the Brick Wall committee determines committee meetings and that other Board members were not informed of the interview dates. The committee will report to the Board on the committee's work at the Board meeting. Director Seales clarified that there are only two directors on the committee to avoid a violation of Open Meetings Laws. Legal counsel reminded Director McLaughlin that he has attended all the Board meetings where Director Dodds and Director Dyck were designated as the representatives, with opportunity to review the Brick Wall Committee Resolution and provide input prior to Board approval.

Mr. Fromm noted that all Directors were included in the emails that Director McLaughlin claims not to have received. Director McLaughlin noted that he was experiencing issues with the AI function on his computer that may have caused the email issue. Ms. Fromm stated that Fromm did not install AI software on any of the Board computers.

Director Dodds noted that the current Board is more transparent than past Boards and he pursued election on the Board to increase transparency. As directed by the Board, Fromm implemented virtual access to meetings, in addition to, providing more detail in the meeting minutes. Director Seales also noted that the Public Comment section is now in two places on the agenda, to give the residents an ability to address issues to the Board at the beginning and at the end of the meeting.

In response to Director McLaughlin's accusation regarding negative election emails the Board reviewed the referenced communication, and noted that the emails presented were from Mike McLin, as president of the HOA, and not the Metro District. Ms. Fromm confirmed that the emails were not from the Metro District and Director McLaughlin's accusation is not accurate.

Director McLaughlin proposed the creation of a second Brick Wall committee. Legal counsel acknowledged that the Board may create more than one committee, if presented and approved by the Board. Director Seales stated that having two committees could potentially cause unnecessary issues. Director McLaughlin stated that as a homeowner he can do his own research and provide feedback to the community. Legal counsel noted that his research can be provided to the existing committee for its use. A motion made by Director McLaughlin, seconded by Director Dodds, for the establishment of an additional Brick Wall committee failed by a vote of one in favor, three against.

Director McLaughlin asked why Officer Goudy is at the meeting. Director Seales recommended discussions on this topic be held in executive session. Director McLaughlin disagreed and requested to

discuss now in open session. Director Seales stated that due to some of Director McLaughlin's actions, some Board members and a vendor are not comfortable with Director McLaughlin's potential behavior in the Board meetings. Director Seales asked for confirmation from Director McLaughlin that he does not want an executive session and would rather have Director's McLaughlin's behavior discussed publicly. Director McLaughlin confirmed. Director Seales stated that Director McLaughlin's behavior and actions will be discussed after Director Matters.

DIRECTOR MATTERS:

Brick Wall Committee

Director Dyck reported that the Brick Wall Committee is comprised of two HOA members, two Board members and three residents. Director Dyck reported that interviews were conducted on the 23rd and 28th of February, noting that out of ten volunteers, there were six responses to interviews. Director Dyck presented the names of residents who have been selected as recommendations to the Board to be appointed to the Brick Wall Committee, Michael Devere, Amos Smith, and Alex DiMercurio. Director Dyck provided a brief background summary of each recommendation. After further discussion and upon a motion made by Director Seales, seconded by Director Dyck and upon vote, with one abstention, the Board approved the recommendation of residents to be appointed to the Brick Wall Committee.

Director McLaughlin noted the brick wall replacement quote he obtained and requested to be included in the packet was for budgeting purposes. He requested the Brick Wall Committee review the quote. Director Dyck stated that the committee will do so. Discussion ensued.

PUBLIC COMMENT:

A resident recommended emailing out all budgets, public records, and findings regarding the pavilion project to residents for additional transparency. One resident stated that they were disappointed with the attendance at the Work Session. Other residents recommended emailing the Agenda and Board Packets to residents and having a few more residents on the Brick Wall committee.

Director Seales directed discussion back to address Director McLaughlin's behavior.

Director Seales presented and read Ms. McKinnon's account of her phone call with Director McLaughlin, noting accusations of lies, slander and attacks made by Director McLaughlin, with inflammatory language. (See Exhibit 1-Phone Call Recap). Director McLaughlin responded that the narrative is Ms. McKinnon's recall. Director Seales stated that Director McLaughlin has made false accusations, attacked Board members, attacked vendors and this attack on Ms. McKinnon is completely inappropriate. Director Seales stated that the police officer's presence is not a bullying tactic but rather a means of addressing the discomfort brought by Director McLaughlin's actions. Director McLaughlin's outbursts and talking over people at Board meetings displays how he represents himself as argumentative and unprofessional. Director Seales stated that Director McLaughlin has accused Board members and Fromm of lying. Director Seales stated there needs to be standard of professionalism at Board meetings. It was also noted that Director McLaughlin's behavior prolongs the Board meetings which cost the District thousands of dollars in consultant fees and complicates the mission and fulfillment of the Board's duties.

Board members further discussed unfounded accusations, the need for respectful and professional behavior, and the need to earn the respect of fellow board members and colleagues. Director Dyck stated that every accusation from Director McLaughlin has been unfounded. Director McLaughlin stated he does not agree. Director Seales stated that Director McLaughlin needs to act in a professional manner. Director Seales stated that the Board has worked tirelessly for four years for the residents. Mr. Fromm stated that respect is earned, not given, whether you are a director or a homeowner. Ms. Fromm stated that due to the attack on Ms. McKinnon, Fromm will only respond to Director McLaughlin's phone inquiries via email communication. Ms. Fromm also noted that there was a time constraint on setting up the work session venue and getting the mailer out. Moving forward the time restraints will be discussed, including the anticipated USPS mailing days and printing company availability, ahead of time.

Legal counsel suggested that a code of conduct policy be drafted for consideration by the Board to formally establish acceptable behavior parameters for the conduct of all Board members. Upon motion by Director Seales, seconded by Director McLaughlin, the Board unanimously agreed to have a proposed code of conduct for review and consideration at the next meeting.

President Position

Director Seales made a motion to have Director Dodds move into the President position and himself into the Vice-President position, seconded by Director McLaughlin. Discussion ensued. Motion failed due to lack of votes. Director Seales stated that is the direction that he would like to see, adding that it can be discussed at the next Board meeting.

OTHER BUSINESS:

Quorum for April 10, 2026, Regular Meeting of the Board

A quorum was confirmed for the next regular meeting scheduled for April 10, 2026.

ADJOURNMENT:

There being no further business to come before the Board at this time, upon a motion made by Director Seales, seconded by Director Dodds and upon vote, unanimously carried, the meeting was adjourned at 1:08 p.m.

Respectfully submitted,

By _____

Secretary for the Meeting

Exhibit 1 - Phone Call Recap

Friday, February 27th, 2026 – Received a phone call from Director Heath McLaughlin at 10:24 a.m., and the length of the phone call was 19 minutes.

Director McLaughlin dominated the phone the call for 19 straight minutes.

Director McLaughlin stated that he had received my email back to him, with the postcard PDF that I had included, that was soon to be mailed out to community on the upcoming Monday (March 2nd). Director McLaughlin asked why an email blast had not been distributed yet to the community and that it had been two weeks since the February 13th Board Meeting and we, as Fromm & Company had not done one **fucking** thing asked of us at that Board Meeting (he was referencing communicating with the community on the costs of the pavilion, through an email blast). He asked me why an email blast had not been sent out yet, when it had been clearly instructed to “us” that an email blast is what needed to happen. He asked if I had been receiving his emails regarding the questionnaire he had drafted and emailed out to another board member and the Fromm & Company team, about what questions he would like to be included when interviewing residents for the Brick Wall Committee and another email regarding the content he wanted added to the “Email Blast” pertaining to all the money that has been spent thus far from engineering costs and any cost related to the pavilion, the structure plan and to included the amount of the newly proposed bid. He said this pavilion is not \$284,000 that is a **fucking** lie, and that is what “we” keep telling the community and it is all a **fucking** lie. Director McLaughlin said that the pavilion is going to be \$400,000 when it is all said and done and that the Metro Board and Fromm & Company are not disclosing that information to the community. I told Director McLaughlin that the postcard I emailed back to him would be in the mail on that Monday and would be going out to all the residents. Director McLaughlin got really mad at this point and said the postcard was garbage and a **fucking** lie. He said that is all “we” do as Fromm & Company is lie to the community and that the “Board” lies to the community. Director McLaughlin said he specifically instructed “us” to send out an email blast, and that he had emailed over the content he wanted in the email blast. He said it is **fucking** bullshit this postcard is going out. Director McLaughlin said if that postcard goes out on Monday, he is going to lose his mind. At this point, I had shut down and was not speaking at all, other the occasion: uh huh, uh huh. He asked me why Steve and Cathy had not responded to his emails and I told him that I do not keep track of when they respond to their emails and that I had no control of that, and I told him Cathy was out of town. He said that’s fine, then why has Steve not called me back and I said, I do not have any control over anything, that I am just the hunter and gatherer of information.

Director McLaughlin then asked if I knew that secret meetings with Director Dodds and Director Dyck were being held about the Brick Wall. I told him there were no secret meetings being held and there can only be two Board members meet, because if more than two met, it would then be considered a meeting. I reminded him that this had been discussed in both the January and February meetings. He asked me if Director Dyck used his questions that he had provided in the email and I said I would have no way to know that information and that I have nothing to do with that part. He asked me how I could not see the bigger picture of what is going on with the Heritage Hills Metro Board. He said that the whole metro board is a fucking joke and it is nothing but a dog and pony show. Director McLaughlin said that Director Seales lies to the community and gets away it because he has his own "following" and he called his "following" -something that I cannot remember his wording.

Director McLaughlin said that he and Jill Clark talk all the time about how Fromm & Company and the Metro Board continue to hide the truth from the community and continue to not be transparent, and this pavilion is an example because the fucking pavilion is not \$284,000, it has \$90,000 of costs that has already been spent on this thing and "we" are not telling the community that part. Director McLaughlin continued to call the Metro Board and Fromm & Company liars. He continued to just ramble. Director McLaughlin asked if I could see where he came from and I said, everything that you are saying is going to be presented at the March 11th meeting and we are trying to communicate with the community to get people there. Director McLaughlin said that is bullshit, that nobody will attend the meeting from a garbage postcard and that Fromm & Company are trying to "act" like they tried to communicate with the community. Director McLaughlin said that Fromm & Company and the Metro Board are in on it together.

Director McLaughlin had asked if I had talked to Steve that day and I said that I had not downloaded it with him, but I would be visiting with him later that afternoon, and Director McLaughlin said I need you to have Steve call him and that this postcard had better not go out.