

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS  
OF HIGHLANDS-MEAD METROPOLITAN DISTRICT

Held: Monday, October 25, 2021, at 10:00 a.m.  
Via Teleconference

**Attendance**

The special meeting of the Board of Directors of the Highlands-Mead Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Lisa Wiebelhaus  
Serge Goldberg  
Will Edgington

Also present: Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Eric Weaver and Krista Koenig, Marchetti & Weaver LLP, District Accountant; Angela Elliott and Cathy Baldwin, Teleos Management, Christy Johnston, Highlands Mead Homeowner.

**Call to Order**

It was noted that a quorum of the Board was present and the meeting was called to order at 10:03 a.m.

**Conflict of Interest  
Disclosures**

Mr. Dickhoner advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron 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. Mr. Dickhoner 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**

Mr. Dickhoner presented the Board with the agenda for the meeting for consideration. Request made from Eric Weaver to move "Financial Matters" before Legal Matters. Following brief discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as revised.

**Public Comment**

None.

**Directors' Matters**

None.

## **Consent Agenda**

The Board was presented with the consent agenda items. Upon a motion duly made and seconded, the Board unanimously took the following actions:

- a. Approved the minutes of the June 28, 2021, special minutes.
- b. Ratified the 2020 Annual Report.
- c. Approved the proposal for General Liability Schedule and Limits and approval and authorization of Renewal for 2022, Renewal of SDA Membership and exclusion from Workers Compensation Coverage.

## **Financial Matters**

### **Financials/Claims**

Mr. Weaver presented the claims to the Board for consideration.

Following discussion, the Board ratified approval of the accounts payable list as presented in the amount of \$16,346.80 and approved the current claims of \$12,570.46.

### **Financial Statements as of September 30, 2021**

Mr. Weaver distributed the financials as of September 30, 2021.

Following discussion, the Board accepted the financial statements as presented to the District.

### **Consider Public Hearing on Amendment to 2021 Resolution amending 2021 Budget**

Mr. Weaver opened the public hearing on the proposed Amendment to the 2021 Budget. Mr. Weaver noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution Amending the 2021 Budget from \$0 to \$55,114 in the operations fund.

### **Consider Public Hearing on 2022 Budget and Consider Adoption of Resolution Approving 2022 Budget**

Mr. Weaver opened the public hearing on the proposed 2022 Budget. Mr. Dickhoner noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Weaver reviewed the 2022 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the Resolution adopting the 2022 Budget, appropriating funds therefor and certifying 10.000 mills in the General Fund, 50.000 mills in the Debt Service Fund and 3.000 mills for

contractual obligations, with an increase in the quarterly operating fee of \$10.00 per quarter.

Ratify approval of engagement of Beckstead & Co., LLC for 2021 Audit

Following discussion, the Board ratified approval of the engagement of Beckstead & Co., LLC for the 2021 Audit. Fee noted at \$5,800.

### **Legal Matters**

Consider Adoption of Resolution Designation the Location of Regular Meetings of the Board of Directors

Following discussion, upon motion duly made and seconded, and unanimously carried, the Board adopted the resolution designating regular meetings of the Board of Directors to be held via teleconference or by some virtual means and shall include all information for public to attend. All Notices of meetings will indicate it is taking place virtually.

Consider Adoption of the 2022 Annual Administrative Resolution

Mr. Dickhoner discussed the 2022 Annual Administrative Resolution for Manager, Accountant and Legal Counsel to perform certain tasks on a recurring basis for operation of the District.

The 2022 Annual Administrative Resolution indicates meetings for 2022 at 4:00 pm on June 27 and November 1, 2022.

**Discuss and Consider Adoption of Resolution Calling May 3, 2022, Election**

Mr. Dickhoner discussed the method for distributing. Call for nominations:

1. Designation of Method for Providing Notice of Call for Nominations: in addition to emailing to each registered elector at the email address provided by the county, or if no email is provided, by mailing to the household of each registered elector, notice of the call for nominations will be provided by: 1) publication; or 2) newsletter, annual report or other mailing to the eligible electors of the District; or 3) posting on the District's website; or, if applicable, 4) For Districts with fewer than 1,000 electors, contained within a county of less than 30,000 people, posting at 3 public places and in the office of the clerk and recorder.

Following discussion, upon motion duly made and seconded, the Board adopted the Resolution Calling May 3, 2022 Election, and designating Ashlie B. Frisbie as the Designated Election Official. Notification will be done by 3) posting on the District's website.

### **Manager Matters**

Manager's Report

Ms. Elliott introduced Ms. Baldwin who will be assisting in the management of the community.

Ms. Elliott reviewed the Manager's Report with the Board. No further action was taken.

Consider approval of CDI Snow and Landscape Contracts

Ms. Elliott informed the Board that neither contract is available. Ms. Elliott suggested action on the snow contract, subject to Board and legal review.

Following discussion, the Board approved the snow removal contract between the CDI Landscape, Inc. and the District, subject to Board and legal review.

Ms. Elliott further indicated that all irrigation has been winterized by CDI, and once management receives the landscape contract, she will forward to Board and legal for review to be ratified at our June meeting.

Ms. Elliott discussed the need for winter watering and deep root fertilization for the trees. Davey Tree submitted a bid for \$645 for deep root to be performed annually and winter watering at \$522 per event.

Following discussion, the Board approved the Davey Tree Contract for deep root fertilization and winter watering.

Acceptance of Tracts

Ms. Elliott and Ms. Baldwin have walked the Tracts with Prosper Land Development, CDI Landscape, Inc., Henry Design Group, landscape architects and Hugo Ochoa, Hydrosystems, Inc., and recommend the final acceptance of Phase 1A and initial acceptance of Phase 1B and 1C. Ms. Elliott indicated that 1C is being walked again by Ms. Baldwin and consultants for initial with sod in place. Pergola and play equipment are not installed as of this date.

Following discussion, upon motion duly made and seconded, the Board accepted Phase 1A as final acceptance and accepted Phase 1B and 1C at initial acceptance, to have final acceptance October 2022, subject to Legal Counsel confirming the conveyance documents are in place.

Website Update

Ms. Elliott said the website is up and other than putting some signed documents on the website, it meets the statutory requirements.

Ms. Elliott will have all this done, including 2022 documents by end of January 2022.

**Other Business**

Ms. Elliot suggested that the community consider forming Social Committee in the spring.

**Adjournment**

There being no further business to come before the Board and following discussion and upon motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

  
Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 11<sup>th</sup> day of May, 2022.

MINUTES OF THE SPECIAL MEETING OF THE BOARD  
OF DIRECTORS OF HIGHLANDS-MEAD  
METROPOLITAN DISTRICT

Held: Monday, June 28, 2021, at 2:00 p.m.  
Via Teleconference

*The meeting was also held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the COVID-19 coronavirus.*

**Attendance**

The special meeting of the Board of Directors of the Highlands-Mead Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Lisa Wiebelhaus  
Serge Goldberg  
Will Edgington

Also present: Audrey Johnson, Esq., and Emilee Hanson, White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Eric Weaver, Marchetti & Weaver LLP, District Accountant; Angela Elliott, Teleos Management.

**Call to Order**

It was noted that a quorum of the Board was present, and the meeting was called to order at 2:02 p.m.

**Conflict of Interest  
Disclosures**

Ms. Johnson advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Johnson reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron 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. Ms. Johnson 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.

**Public Comment**

None.

**Agenda**

Ms. Johnson presented the Board with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

**Approve Minutes of June 7, 2021, Special Meeting**

The Board reviewed the minutes of the special meeting held by the Board of Directors of Highlands Mead Metropolitan District on June 7, 2021.

Following Discussion, upon motion duly made and seconded, the Board unanimously approved the Minutes of the special meeting held on June 7, 2021, and authorized Director Wiebelhaus to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

**Director Matters**

None.

**Legal Matters**

Review and consider Adoption of Resolution Concerning the Imposition of an Operations Fee

The Board discussed the date the resolution would become effective and the fee amount of \$60.00 per month. Mr. Dickhoner will prepare a letter explaining the services homeowner receive and the need for the operations fee. Ms. Elliott will mail to each homeowner of record.

Following discussion, the Board adopted the Resolution Concerning the Imposition of an Operations Fee to be effective October 1, 2021, and billed quarterly.

**Manager Matters**

None.

**Other Business**

Discussion followed on recent legislation and Builder's responsibilities of disclosure.

**Adjournment**

There being no further business to come before the Board and following discussion and upon motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

  
Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 25<sup>th</sup> day of Oct, 2021.

MINUTES OF THE SPECIAL MEETING OF THE BOARD  
OF DIRECTORS OF HIGHLANDS-MEAD  
METROPOLITAN DISTRICT

Held: Monday, June 7, 2021, at 10:00 a.m.  
Via Teleconference

*The meeting was also held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the COVID-19 coronavirus.*

**Attendance**

The special meeting of the Board of Directors of the Highlands-Mead Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Lisa Wiebelhaus  
Serge Goldberg  
Will Edgington

Also present: Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Eric Weaver, Marchetti & Weaver LLP, District Accountant; Angela Elliott, Teleos Management.

**Call to Order**

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest  
Disclosures**

Mr. Dickhoner advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron 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. Mr. Dickhoner 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.

**Public Comment**

None

**Agenda**

Mr. Dickhoner presented the Board with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

**Approve Minutes of**

The Board reviewed the minutes of the special meeting held by the



**November 16, 2020, Special Meeting**

Board of Directors of Highlands Mead Metropolitan District on November 16, 2020.

Following Discussion, upon motion duly made and seconded, the Board unanimously approved the Minutes of the special meeting held on November 16, 2020, and authorized Director Wiebelhaus to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

**Financial Matters**  
Financials/Claims

Mr. Weaver presented the claims to the Board for consideration.

Following discussion, the Board ratified approval of the payables as presented in the amount of \$1,286,313.33 and approved the current claims of \$9,272.57.

Mr. Weaver moved to the 2020 Audit Report and highlighted the Bond issued in 2020 only having 10 mills for the operating account. The Bond has a 5-year call protection, therefore the District cannot refinance until 2025.

Mr. Weaver prepared a 5-year forecast and used a fee amount that he discussed with Ms. Elliott in order to fund the District's operating account to cover operating expenses. Mr. Weaver also pointed out the Developer will need to advance \$79,999 in 2022; \$42,000 in 2023 and \$10,000 in 2024.

Further discussion followed on the frequency of the operations fee and, should it be adopted, a description of services should be sent to homeowners so they understand the purpose of the operations fee. The Board discussed the sooner the operations fee is started is better and to not wait until October meeting.

Financial Statements as of  
April 30, 2021

Mr. Weaver distributed the financials as of April 30, 2021.

Following discussion, the Board accepted the financial statements as presented to the District.

Ratify approval of engagement  
of Beckstead & Co., LLC for  
2020 Audit  
Review and acceptance of  
2020 Audit Report

Following Discussion, the Board ratified approval of the engagement of Beckstead & Co., LLC for the 2020 Audit.

Following discussion, the Board unanimously accepted the 2020 Audit Report.

**Director Matters**  
Discussion on Imposition of  
District Fee

Discussion took place during Financial Matters.

**Legal Matters**

Review and consider  
Adoption of Resolution  
Concerning the Imposition  
of a Design Review Fee

Following discussion, the Board adopted the resolution Concerning the Imposition of a Design Review Fee of \$150.00.

Review and consider  
approval of License  
Agreement (Parks, Open  
Space, and Drainage Tracts in  
Highlands Filing No. 2) with  
Highlands Mead LLC

Following discussion, the Board unanimously approved the License Agreement granting access to the tracts.

Review and consider  
adoption of Resolution  
Regarding Policies,  
Procedures and Penalties for  
the Enforcement of the  
Governing Documents

Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution for procedures and penalties for enforcement of the governing documents.

SB 21-262

Mr. Dickhoner discussed the bill has made it through and the Governor will be signing it. It is a bill concerning transparency for all special districts and Mr. Dickhoner's law firm was actively involved. There must be a notice from Builder to Homeowner and requires websites for all districts created after 2020.

**Manager Matters**

2021 Posting place

Ms. Elliott discussed Statute requires that, at a District's first meeting of the year, the District must designate the 24-hour Posting Location of meetings. The Board approved designating the 2021 posting place at 3027 Lake Helen Blvd., Mead, CO.

Website Update

Ms. Elliott discussed the passing of the SB 21-262 and she will start to work on the website and have it ready during the 3<sup>rd</sup> quarter.

Manager's Report

Ms. Elliott presented the Managers Report. Discussion followed on the design applications and the Board directed Ms. Elliott to have homeowners put their drawing on the plot plan and identify trees and shrubs. Ms. Elliott will send over other community minimums for the Board to consider.

**Other Business**

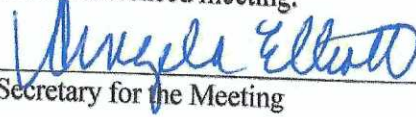
Discuss Potential Return to  
In-Person Meetings

The Board engaged in general discussion regarding a return to In-Person meetings. Mr. Dickhoner said legislation is allowing electronic meetings. The Board approved to continue electronically.

**Adjournment**

There being no further business to come before the Board and following discussion and upon motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.



Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 28<sup>th</sup> day of June 2021.