

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

Held: May 20, 2024, at 4:00 p.m.
Via Teleconference

Attendance

The regular 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:

Serge Goldberg
Will Edgington
Shannon Engler
Lisa Wiebelhaus
Janice Bachmann

Also present: Blair Dickhoner, White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Eric Weaver, Marchetti & Weaver LLP, District Accountants; Angela Elliott and Evan Redmond, District/Community Managers, Teleos Management, and members of the public.

Call to Order

It was noted that a quorum of the Board was present, and the meeting was called to order at 4:02 p.m. by Angela Elliott.

**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.

Approval of Agenda

Following discussion, upon motion duly made by Director Bachman, seconded by Director Edgington, upon vote and unanimously carried, the Board approved the agenda as submitted.

Public Comment

Owners present brought up the concern of bushes dying in front of homes as well as dead trees/shrubs throughout the common area.

Consent Agenda

The items listed below are a group of items to be acted on with a single motion and vote by the Board. An item may be removed from the consent agenda to the regular agenda, if desired. Items on the consent agenda are then voted on by a single motion, second and vote by the Board.

A. Approve First Amendment to Indemnification Agreement, First Filing

B. Approve First Amendment to Warranty Agreement, First Filing

C. Ratify Approval of Letter of Credit Agreement with Highlands Mead, LLC and the Town of Mead, effective February 27, 2023

D. Approve First Amendment to Special Warranty Deed, First Filing
Landscape Improvements

E. Approve First Amendment to Bill of Sale (Landscape Improvements)

F. Ratify Resolution Regarding Acquisition of Public Improvements
(Landscape Improvements)

Upon a motion duly made and seconded, the Board unanimously approved all items on the Consent Agenda.

Approval of Minutes

Approval of September 25, 2023, Special Meeting and Budget Hearing Minutes and Approval of September 25, 2023, Annual Town Hall Meeting Minutes

Following discussion, upon motion duly made by Director Edgington and seconded by Director Engler, the Board unanimously approved both sets of minutes.

Director Matters

None

Legal Matters

A. Adopt Resolution Designating Meeting Notice Posting Location

Following discussion, legal will create a resolution to be formally adopted by the Board at the next meeting.

B. Consider Approval of Resolution Adopting a Digital Accessibility Policy and Designating a Compliance Officer

Following discussion, legal will create a resolution to be formally adopted by the Board at the next meeting, with Angela Elliott acting as the Compliance Officer.

C. Vote to Ratify the Covenant Enforcement Resolution-Fine/Fee Schedule for Covenant Violations

Following discussion, the Board unanimously ratified the Covenant Enforcement Resolution.

Financial Matters

A. Ratification and Approval of Claims

Following discussion, upon motion duly made by Director Edgington and seconded by Director Bachman, the Board unanimously approved the claims.

B. Financials as of April 2024

Following discussion, upon motion duly made by Director Edgington and seconded by Director Bachman, the Board unanimously accepted the Financials as of April 2024

C. Discussion and possible acceptance of 2023 Audit Statement

Mr. Weaver presented the draft audit and the board engaged in discussion before unanimously approving the 2023 Audit.

D. Cessation of Developer advances December 31, 2024

The Developer discussed ceasing its advances to the district at the end of December 2024. Further discussion followed on the forecast of the financial status of the district after December 2024.

Management Matters

A. Manager Report

Mr. Redmond reviewed the Manager's Report with the Board. No further action was taken.

B. Appointment of Shannon Engler and Scott Felter to the DRC Committee in place of Will Edgington and Serge Goldberg.

Following discussion, upon motion duly made by Director Edgington and seconded by Director Goldberg, the Board unanimously appointed Shannon Engler and Scott Felter to the DRC Committee.

C. Annual Meeting Date

Upon discussion, the Board unanimously decided to keep the Annual meeting towards the end of the year as normal because having a get-together wouldn't be cost efficient. They will keep the original date of October 24, 2024, at 3PM.

D. Homeowner concerns about lighting at mailboxes.

Other Business

The lighting at the mailboxes has been brought up and the question arose if we were able to attach a solar light to one. Mr. Redmond is looking into this with the post office.

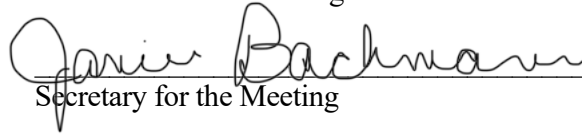
Accept the resignations of Serge Goldberg and Will Edgington

Adjournment

Following discussion, upon motion duly made by Director Engler and seconded by Director Wiebelhaus, the Board unanimously approved the resignations of Serge Goldberg and Will Edgington.

There being no further business to come before the Board and following discussion and upon motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously determined to adjourn the meeting at 5:21 p.m.

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


Secretary for the Meeting