

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

Held: Monday, October 21, 2024, at 4:00 p.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:

Shannon Engler
Lisa Wiebelhaus (excused)
Janice Bachmann

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

Call to Order

It was noted that a quorum of the Board was present, and the meeting was called to order at 4:01 p.m. by Eric Weaver.

**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 regarding 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

The District Manager went over the included Agenda with the Board and owners present. There were no changes requested.

Following discussion, upon motion duly made by Director Engler, seconded by Director Bachmann, upon vote and unanimously carried, the Board approved the Agenda as presented.

Public Comment

Owners present stated the tree replacements look great.

Director Matters

None

Election of Officers

The following titles were given to the Board members:

- Lisa Wiebelhaus – President
- Treasurer – Shannon Engler
- Secretary – Janice Bachmann

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. 2022 Annual Report (enclosure)
- B. 2023 Annual Report (enclosure)
- C. 2023 Audit (enclosure)
- D. Little Thompson Agreement
- E. Amended and Restated Public Records Request Policy

Upon a motion duly made by director Engler and seconded by Director Bachmann, the Board unanimously took the following actions:

- A. Approved the 2022 Annual Report (enclosure)
- B. Approved the 2023 Annual Report (enclosure)
- C. Approved the 2023 Audit (enclosure)
- D. Approved the Little Thompson Agreement
- E. Approved the Amended and Restated Public Records Request Policy

Legal Matters

2024 Legislative Update

Mr. Dickhoner discussed the 2024 legislative update. Informational only.

Approval of First Addendum to Independent Contractor Agreement with C&C Landscaping (Snow Removal Services)

Following discussion, upon motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously approved the First Addendum to Independent Contractor Agreement with C&C Landscaping (Snow Removal Services)

Consider Approval of Second Addendum to Independent Contractor Agreement (Grounds Maintenance) with Mill Bros

Following discussion, upon motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously approved the Contractor Agreement (Grounds Maintenance) with Mill Bros.

Consider Adoption of 2025 Annual Administrative Resolution

Mr. Dickhoner discussed the 2025 Annual Administrative Resolution for Manager, Accountant and Legal Counsel to perform certain tasks on a recurring basis for operation of the District.

The 2025 Annual Administrative Resolution indicates meetings for the 3rd Monday of June and October 2025 at 4PM.

Following discussion, upon motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously adopted the 2025 Annual Administrative Resolution

Discuss 2025 Election Matters and Consider Adoption of Resolution Calling Election

Eric Weaver recommends only doing a Director Election in 2025 to save costs.

Following discussion, upon motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously adopted the Resolution of Calling Election.

Financial Matters

Ratification of Claims and Approval of Claims

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

Following discussion, upon motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously ratified the and approved the current claims presented.

Financials as of August 2024

Mr. Weaver presented the August 2024 Financials.

Following discussion, upon motion duly made by Director Bachmann, seconded by Director Engler, upon vote and unanimously carried, the Board accepted the August 2024 financials.

Conduct Public Hearing on Amendment to 2024 Budget and Consider Adoption of Resolution Amending 2024 Budget

Mr. Weaver opened the public hearing on the proposed Amendment to the 2024 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.

Following Discussion, upon a motion duly made by Engler and seconded by Director Bachmann, the Board unanimously adopted the Resolution Amending the 2024 Budget as presented, or noted that it was not necessary to amend the 2024 Budget.

Conduct Public Hearing on 2025 Budget and Consider Adoption of Resolution Approving 2025 Budget

Mr. Weaver opened the public hearing on the proposed 2025 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. The public expressed the need of an explanation letter from the Developer as to why they are pulling funding from the Community. The Attorney will draft a letter and Shannon Engler will review prior to having it sent out to the Community that will explain the reason for the increase.

Mr. Weaver reviewed the 2025 Budget Resolution with the Board. Following discussion, upon a motion duly made by Director Engler and seconded by Director Bachmann, the Board unanimously adopted the Resolution adopting the 2025 Budget as presented.

Approval of engagement of New Auditing Firm

Following discussion, upon a motion duly made by Director Bachmann and seconded by Director Engler, the Board unanimously approved the engagement of Crady, Puca & Associates for 2025 Audit.

Management Matters

Management Report

The District Manager reviewed the Manager's Report with the Board. No further action was taken.

Property Schedule: Insurance

The District Manager discussed the updates to common area insurance. Following discussion, upon a motion duly made by Director Engler and seconded by Director Bachmann, the Board unanimously approved binding coverage for 2025.

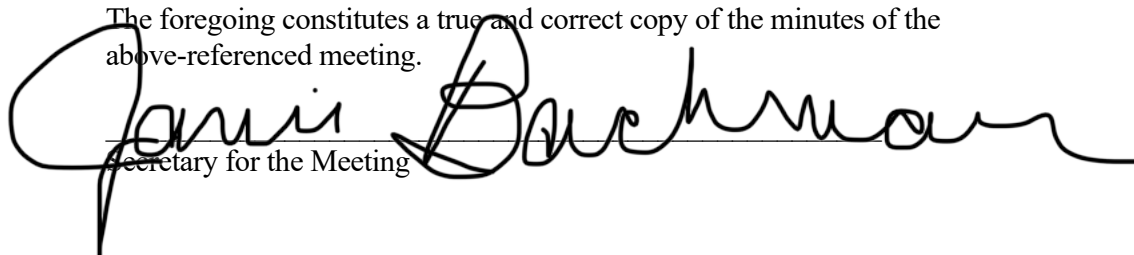
Website Matters

Angela Elliott gave an update on the ADA Compliance for the District websites. This is going smoothly.

Adjournment

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 5:10 p.m.

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


Secretary for the Meeting