

CHAPARRAL POINTE METROPOLITAN DISTRICT

614 N. Tejon St.
Colorado Springs, CO 80903
<https://www.chaparralpointemd.com/>

NOTICE OF SPECIAL MEETING AND AGENDA

DATE:	Thursday, July 31, 2023
TIME:	2:00 PM
PLACE:	Please join using this link: https://video.cloudoffice.avaya.com/join/547326735 Meeting ID: 547326735 OR Dial: 1-213-463-4500, and then enter the Access Code/Meeting ID: 547326735#

<u>Board of Directors</u>	<u>Office</u>	<u>Term Expires</u>
Cynthia Myers	President	May 2025
Grant Westerfield	Treasurer	May 2027
David Bernstein	Secretary	May 2027
Linda Bernstein	Assistant Secretary	May 2025
Brian Mulqueen	Assistant Secretary	May 2025

I. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest.

- B. Confirm quorum, location of meeting and posting of meeting notices. Approve agenda.

C. Public Comment.

Members of the public may express their views to the Board on matters that affect the District that are otherwise not on the agenda. Comments will be limited to three (3) minutes per person.

D. Review and consider approval of minutes from the June 8, 2023 special board meeting (enclosure).

II. FINANCIAL MATTERS

A. Conduct Public Hearing to consider amendment of the 2022 Budget. Consider adoption of Resolution No. 2023-07-01, Resolution to Amend the 2022 Budget (enclosure).

B. Review and consider acceptance of 2022 Audit (enclosure), and authorize execution of Representations Letter.

III. LEGAL MATTERS

A. Discuss status of anticipated conveyance of tracts from Century Land Holdings, LLC and acceptance of tracts by the District.

B. Adjourn in executive session to receive legal advice pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., to receive legal advice related to negotiations regarding consultant invoicing matters (if necessary).

IV. ADJOURNMENT

The next regular meeting is scheduled for Monday, August 14, 2023, at 6:00 p.m.

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CHAPARRAL POINTE METROPOLITAN DISTRICT (THE "DISTRICT")
HELD
JUNE 8, 2023

A special meeting of the Board of Directors of the Chaparral Pointe Metropolitan District (referred to hereafter as the "Board") was convened on Thursday, June 8, 2023, at 3:30 p.m., via Zoom videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cynthia Myers, President
Grant Westerfield, Treasurer
David Bernstein, Secretary
Linda Bernstein, Assistant Secretary

Also, In Attendance Were:

Suzanne M. Meintzer, Esq.; McGeady Becher P.C.
Kevin Walker, Rebecca Harris and Adam Noel, Walker Schooler District Managers (WSDM, LLC)
David McCann, member of the public

DISCLOSURE 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. It was noted by Attorney Meintzer that disclosures of potential conflicts of interest were filed with the Secretary of State for Directors Myers and Mulqueen, and that disclosures of potential conflicts of interest were not filed with the Secretary of State for the other Directors, given that they are homeowners/residents. No additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Quorum/Confirmation of Meeting Location/Posting of Notice: The Board confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Myers, seconded by Director D. Bernstein, and upon vote unanimously carried, it was determined

RECORD OF PROCEEDINGS

to conduct the meeting at the above-stated date, time and location. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Myers, seconded by Director D. Bernstein, and upon vote unanimously carried, the Board approved the Agenda, as amended, and excused the absence of Director Mulqueen.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Myers, seconded by Director D. Bernstein, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District's website: <https://www.chaparralpointemd.com/> at least 24 hours prior to each meeting, and that if the website is not available, at a location within the District's boundaries.

May 2, 2023 Regular Director's Election: Attorney Meintzer summarized the May 2, 2023 Regular Director's Election, noting that the Designated Election Official (the "DEO") initially received four completed Self-Nomination and Acceptance Forms for three available positions, after which one individual withdrew their Self-Nomination and Acceptance Form. Since there were not more candidates than positions available, the May 2, 2023 Election was cancelled, with Directors D. Bernstein and Westerfield by acclamation to respective four (4) year terms, ending May 2027, and Director L. Bernstein elected by acclamation to a two (2) year term, ending May 2025.

Appointment of Officers: Following discussion, upon motion duly made by Director Myers, seconded by Director D, Bernstein, and upon vote unanimously carried, the following slate of officers were appointed for the District:

President:	<u>Cynthia Myers</u>
Treasurer:	<u>Grant Westerfield</u>
Secretary:	<u>David Bernstein</u>
Assistant Secretary:	<u>Linda Bernstein</u>
Assistant Secretary:	<u>Brian Mulqueen</u>

Minutes of November 14, 2022 Special Meeting: The Board reviewed the Minutes of the November 14, 2022 Special Meeting. Following review and discussion, upon motion duly made by Director Myers, seconded by Director D. Bernstein, and upon vote unanimously carried, the Board approved the Minutes of the November 14, 2022 Special Meeting.

RECORD OF PROCEEDINGS

Engagement of Walker Schooler District Managers (WSDM, LLC): The Board discussed the engagement of WSDM, LLC as District Manager and District Accountant. Following discussion, upon a motion duly made by Director Myers, seconded by Director D. Bernstein and, upon vote, unanimously carried, the Board engaged WSDM, LLC as District Manager and District Accountant.

Following discussion, upon a motion duly made by Director L. Bernstein, seconded by Director D. Bernstein and, upon vote, unanimously carried, the Board appointed Director D. Bernstein and Director Westerfield to a committee to work with District Counsel for the transition. The Board Members further noted that they preferred to have an overlap between the former District Manager and District Accountant and WSDM, LLC through August 1, 2023 to ensure a smooth transition. Attorney Meintzer noted that she would provide notice to the former District Manager and District Accountant.

Director Myers noted that the Developer would fund the estimated transition services costs by WSDM, LLC in the amount of \$5,750. Following discussion, upon a motion duly made by Director L. Bernstein, seconded by Director D. Bernstein and, upon vote, unanimously carried, the Board acknowledged the payment of transition services costs.

FINANCIAL MATTERS

2022 Audit: The Board discussed deadlines for the 2022 Audit. Following discussion, upon motion duly made by Director Westerfield, seconded by Director Myers, and upon vote unanimously carried, the Board approved the filing of an extension of time for the 2022 Audit, if necessary.

LEGAL MATTERS

Status of Tract Conveyances: Director Myers noted that there was no update at this time.

OTHER BUSINESS

Emergency Access: Director D. Bernstein asked Director Myers about the status of the emergency access opening on Heathland Terrace. Director Myers reported that a submittal had been made to the City of Colorado Springs (the “City”) to send out for comment to referral agencies. Director Myers further commented that the emergency access would likely consist of a removable fence with a lockbox, which only emergency service providers would be able to access and remove when needed.

New Board Member Information Course: Ms. Harris noted that the Special District Association (the “SDA”) offered a New Board Member Informational Course in Fountain, Colorado, if any of the District’s new board members were interested. Attorney Meintzer noted that the SDA also offers a Board Member Manual that she would circulate for any interested Board Members to review.

RECORD OF PROCEEDINGS

Flooding: Director Bernstein noted that at least two homeowners within the District had experienced basement flooding after recent rains. The Board did not take any action.

Fees: Director Westerfield expressed that he felt residents should have some flexibility with respect to the timing of fees being assessed and an escalation to legal action. Director Myers explained the differences between Operation and Maintenance Fees and Covenant Violation Fees and Director Westerfield noted that he was specifically referring to the Covenant Violation Fees. Ms. Harris advised that WSDM, LLC's policy was open communication and working with residents to resolve fee-related issues so that legal action was not necessary.

PUBLIC COMMENT

Mr. McCann thanked the new Directors for their willingness to join the Board. He further stated that he was disappointed that landscaping work had not begun and expressed a hope for proactive action on snow removal, especially due to the multitude of icy areas during the prior snowy season.

Director Myers advised that Scott from Century Communities was on-site and that it was her understanding that he would be working on some of these issues. Director Myers also reviewed a landscape and snow removal map, which outlined the areas in which the District is responsible. She also advised that the City is responsible for the drainage pond, but it is likely that the City will require the District to maintain the landscaping around the drainage pond. Further, Director Myers noted that the tract containing the retaining wall had been conveyed to the adjacent homeowners. As a final note, Director Myers advised that, under a cost sharing agreement with the adjacent apartment complex, the complex was supposed to provide budget information for snow removal and maintenance services each year.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By _____
Secretary for the Meeting

RESOLUTION NO. 2023-07-01

RESOLUTION TO AMEND BUDGET

RESOLUTION OF THE CHAPARRAL POINTE METROPOLITAN DISTRICT TO FURTHER AMEND THE 2022 BUDGET

Pursuant to Section 29-1-109, C.R.S., the Board of Chaparral Pointe Metropolitan District (the “**District**”), hereby certifies that a special meeting of the Board of Directors of the District, was held on November 17, 2021, via Microsoft Teams, and with the District’s management team attending in person at 111 S. Tejon Street, Suite 705, Colorado Springs, CO 80903.

A. At such meeting, the Board of Directors of the District adopted that certain Resolution No. 2021-11-03 to Adopt Budget appropriating funds for the fiscal year 2022 as follows:

General Fund:	\$82,500
Debt Service Fund:	\$36,200
Capital Projects Fund:	\$0

B. The Board of Directors of the District held a meeting on November 14, 2022, and adopted Resolution No. 2022-11-02 to Amend the 2022 Budget, appropriating funds for the fiscal year 2022 as follows:

General Fund:	\$116,000
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C. The necessity has arisen for additional General Fund, Debt Service Fund, and Capital Projects Fund appropriations requiring the expenditure of funds in excess of those appropriated for the fiscal year 2022.

D. The source and amount of revenues for such expenditures, the purposes for which such revenues are being appropriated, and the fund(s) which shall make such supplemental expenditures are described on **Exhibit A**, attached hereto and incorporated herein by this reference.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Chaparral Pointe Metropolitan District shall and hereby does further amend the budget for the fiscal year 2022 as follows:

General Fund	\$133,000
Debt Service Fund:	\$37,000
Capital Projects Fund:	\$1,004

BE IT FURTHER RESOLVED that such sum is hereby appropriated from unexpected revenues available to the District to the General Fund, Debt Service Fund, and Capital Projects Fund for the purpose stated.

**[SIGNATURE PAGE TO RESOLUTION OF THE CHAPARRAL POINTE
METROPOLITAN DISTRICT TO FURTHER AMEND THE 2022 BUDGET]**

RESOLUTION APPROVED AND ADOPTED on July 31, 2023.

**CHAPARRAL POINTE
METROPOLITAN DISTRICT**

By: _____
President

Attest:

By: _____
Secretary

EXHIBIT A

Original and Amended Budget Appropriations