

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
CHAPARRAL POINTE METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JULY 31, 2023, AT 2:00 PM**

Pursuant to posted notice, a Special Meeting of the Board of Directors of the Chaparral Pointe Metropolitan District (referred to hereafter as the “Board”) was held on Monday, July 31, 2023, at 2:00 PM, via electronic means and telephone conference call. This meeting was open to the public.

In attendance were Directors:

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

Also in attendance were:

Rebecca Harris, Adam Noel and Sue Gonzales; Walker Schooler District Managers (“WSDM”) Dana Reza and Seef Le Roux; CliftonLarsonAllen LLP (“CLA”) Suzanne Meintzer, Esq. and Lisa Jacoby; McGeady Becher P.C.

- I. ADMINISTRATIVE MATTERS:** Call to Order: Director Myers called the meeting to order at 2:00 PM
- a. Present Disclosures of any Potential Conflicts of Interest:** Attorney Meintzer discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty 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 before this meeting in accordance with the Statute. No additional disclosures were made.
 - b. Confirm quorum, location of meeting and posting and approval of the Agenda:** Director Myers confirmed a quorum for the meeting. Ms. Harris confirmed that the meeting notice was posted. Attorney Meintzer requested an additional financial item be added to appoint and approve the proper payers for Bill.com and the District’s bank accounts. Director Myers moved to approve the Agenda as amended; seconded by Director David Bernstein, and upon vote unanimously carried, the Board approved the Agenda as amended and excused the absence of Director Mulqueen.
 - c. Public Comment:** There was no public comment.
 - d. Review and consider approval of Minutes from the June 8, 2023, Special Board Meeting:** Director Myers moved to approve the Minutes; seconded by Director Westerfield, and upon vote unanimously carried, the Minutes from the June 8, 2023 special board meeting were approved.

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:** Attorney Meintzer noted that notice of the proposed 2022 Budget Amendment was published in accordance with statute. Mr. Le Roux reviewed the Budget Amendment amounts. Director Westerfield inquired regarding the need for an amendment. Attorney Meintzer clarified the statutory budget and audit requirements. Director Myers noted that additional questions related to certain over-budget expenditures would be discussed in the Executive Session, so that the Board could receive legal advice on same. The Budget Amendment Hearing was not opened or held, and no action was taken at this time.
- b. **Review and consider acceptance of 2022 Audit and authorize execution of Representations Letter:** The Board deferred any action on this item and requested that a special meeting be scheduled to further discuss.
- c. **Bank Account and Bill.com:** Attorney Meintzer discussed the need to appoint Board Members as proper signers for the bank accounts and for Bill.com. Director Myers made a motion to authorize all actions necessary to assign Directors Westerfield and Myers as Bill.com approvers, to change signature cards at and to coordinate Board access to the bank accounts; seconded by Director Westerfield and upon vote unanimously carried, the motion passed.
- d. **2022 Audit Extension Application:** Following discussion, upon motion duly made by Director Myers, seconded by Director Bernstein, and upon vote unanimously carried, the Board ratified approval of a 2022 Audit Extension Application.

III. LEGAL MATTERS

- a. **Discuss status of anticipated conveyance of tracts from Century Land Holdings, LLC and acceptance of tracts by the City or District:** Director Myers reported that Century Communities is working on a conveyance of tracts to the City and will provide a further update at a special meeting. It was noted that no tracts have yet been conveyed to the District.
- b. **Executive Session:** Director Myers motioned to adjourn into executive session at 2:33 p.m. to receive legal advice pursuant to Sections 24-6-402(4)(b) and (e), C.R.S. related to negotiations regarding consultant invoicing matters; seconded by Director Linda Bernstein, and upon vote unanimously carried, the Board entered into executive session.

Director Myers motioned to adjourn the executive session and to enter regular session at 2:58 p.m.; seconded by Director Westerfield, and upon vote unanimously carried, the Board entered into regular session.

Director Westerfield motioned to appoint himself and Director Myers to coordinate obtaining a full/itemized accounting of 2022 expenditures and a full/itemized accounting of outstanding 2022/2023 invoices, and then to present their findings to the Board in a

special meeting to be held on August 21, 2023, at 2:00 p.m. The motion was seconded by Director David Bernstein, and upon vote unanimously carried, the motion passed.

IV. OTHER BUSINESS

- a. Ms. Harris noted that the State Internet Portal Authority is working through the website approval process, with an approximate 60-day backlog.
- b. Director Westerfield requested the next agenda include revisions to the Design Guidelines related to trash rules.
- c. Director Westerfield inquired regarding the transition of covenant enforcement to WSDM. Ms. Harris reported that the transition will begin on August 15, 2023, and that her firm would coordinate with CLA on existing/continuing violations. Director Bernstein requested he be kept informed of covenant enforcement matters.

V. ADJOURNMENT

- a. Director Myers motioned to adjourn the meeting; seconded by Director Linda Bernstein and upon vote unanimously carried the meeting was adjourned.

Respectfully Submitted,
WSDM District Managers



By: Recording Secretary

THESE MINUTES ARE APPROVED AS THE OFFICIAL JULY 31, 2023 SPECIAL MEETING MINUTES OF THE CHAPARRAL POINTE METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS

ATTORNEY STATEMENT

REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Chaparral Pointe Metropolitan District, I attended the executive session meeting for the Chaparral Pointe Metropolitan District convened at 2:33 PM and adjourned at 2:58 PM on Monday, July 31, 2023 for the sole purpose of discussing consultant invoicing matters as authorized by Sections 24-6-402(b) and (e), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S., and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signed

Suzanne Meintzer
Suzanne Meintzer (Nov 21, 2023 14:11 MST)

Suzanne M. Meintzer, Attorney for the District

Dated:

Nov 21, 2023