



**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
CHAPARRAL POINTE METROPOLITAN DISTRICT
HELD AUGUST 21, 2023, AT 2:00 P.M.**

Pursuant to posted notice, the special meeting of the Board of Directors of the Chaparral Pointe Metropolitan District was held on Monday, August 21, 2023, at 2:00 p.m., via electronic means and telephone conference call.

Attendance

In attendance were Directors:

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

Also in attendance were:

Rebecca Harris, Kevin Walker, Adam Noel (for a portion of the meeting) and Rylee Delaney, WSDM District Managers (“WSDM”)
Suzanne Meintzer, Esq., McGeady Becher P.C.

1. **Call to Order/Declaration of Quorum**: President Myers called to the meeting to order at 2:03 p.m. and declared a quorum was present with Director Mulqueen absent.
2. **Conflict of Interest Disclosures**: Attorney Meintzer 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 Director Myers, and that potential conflicts of interest were not filed for the other Directors, as they are residents of the District. No additional conflicts were disclosed at the meeting.
3. **Approval of Agenda**: Ms. Harris added item 7.d. Bank signers and bank discussion, and item 7.e. Review and consider approval of payables. Director David Bernstein added item 9.a. Development update. Director Myers moved to approve the Agenda as amended; seconded by Director David Bernstein. Motion passed unanimously.
4. **Public Comment**: There was no public comment.
5. **Administrative Matters**
 - a. **Review and Consider Approval of Minutes from the July 31, 2023 Special Board Meeting**: Director Myers moved to approve the Minutes from the July 31, 2023 special board meeting; seconded by Director David Bernstein. Motion passed unanimously.

- b. Resignation of Brian Mulqueen: The Board acknowledged the resignation of Mr. Mulqueen from the Board of Directors, effective July 28, 2023.
- c. Discuss vacancy on the Board of Directors of the District: Attorney Meintzer explained the appointment process for the Board. Director Westerfield noted he may know someone who was interested in filling the vacancy. The Board directed WSDM to send a letter notifying District residents of the vacancy and the deadline for the Letter of Interest.

6. Legal Matters

- a. Status of Conveyance of Tracts: There was no update at this time.
- b. Executive Session: Director Myers moved to adjourn into executive session at 2:17 p.m. to receive legal advice related to negotiations regarding consultant invoicing matters pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., seconded by Director David Bernstein, and upon vote unanimously carried, the Board entered into executive session.

Director Myers motioned to adjourn the executive session and enter regular session at 2:54 p.m., seconded by Director David Bernstein, and upon vote unanimously carried, the Board entered into regular session.

Director Myers moved to authorize Directors Myers and Westerfield to coordinate negotiations with CliftonLarsonAllen LLP (“CLA”) on consultant invoicing matters; seconded by Director Linda Bernstein. Motion passed unanimously.

7. Financial Matters

- a. Public Hearing on Amendment to 2022 Budget: Director Myers opened the public hearing to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received during the hearing, and the public hearing was closed.

Director Myers moved to adopt Resolution No. 2023-08-01, Resolution to Amend the 2022 Budget; seconded by Director Linda Bernstein. Motion passed unanimously.

- b. 2022 Audit: Director Myers moved to accept the 2022 Audit and authorize the execution of the Representation Letter; seconded by Director David Bernstein. Motion passed unanimously.

- c. Preparation of the 2024 Budget: Director Myers moved to appoint the District Accountant to prepare the 2024 Budget and set the date for a public hearing to adopt the 2024 Budget at 6:00 p.m., on November 6, 2023; seconded by Director Westerfield. Motion passed unanimously.
- d. Bank signers and bank discussion: Ms. Harris reported on the bank signature cards. The Board determined that Director Myers and WSDM should appear in-person to close the account at FirstBank and receive a check for the remaining funds to be issued to the District. The check would then be used to open a new account at Eastern Colorado Bank.
- e. Consider Approval of Payables: The Board discussed the outstanding payables. The Board directed WSDM to pay all outstanding invoices except for CLA, which are subject to further negotiation (as discussed above), and to pay McGeady Becher P.C.'s invoices through April 30, 2023.

8. Covenant Enforcement Matters

- a. Trash Bins: The Board discussed The Vistas at Chaparral Homeowner Design Guidelines regarding trash and recycling bins. No action was taken by the Board.
- b. Resolution Adopting the Amendments to The Vistas at Chaparral Homeowner Design Guidelines regarding trash: No action was taken by the Board.
- c. Privacy Fencing: Attorney Meintzer and Director Myers noted that certain areas may be subject to City rules and ordinances for sight lines.

9. New Business

- a. Director David Bernstein asked Director Myers about the schedule for Scott Gianetti with the Developer to be on-site in the District. Director David Bernstein noted that the community had not received an update in some time. Director Myers stated that she would reach out to Mr. Gianetti and ask that he provide an update to the community.
- b. Director David Bernstein asked about the acquisition of tracts and whether the District would be responsible for maintenance and landscaping upon acquisition. Director Myers advised that, yes, the District would be responsible for maintenance and landscaping upon acquisition, and that the Developer is responsible for maintenance and landscaping until that point. Director Myers noted that the 2024 Budget should take landscaping costs for these tracts into consideration.

10. Other Business

- a. Confirm a quorum for the next regularly scheduled Board Meeting: Attorney Meintzer discussed new legislation and explained the need for an annual meeting. The Board agreed to schedule the annual meeting for November 13, 2023, at 5:00 p.m. and the special Board meeting and Budget hearing will immediately follow.

- 11. Adjourn**: Director Myers moved to adjourn at 3:34 p.m.; seconded by Director David Bernstein. Motion passed unanimously.

Respectfully Submitted,
WSDM District Managers



By: Recording Secretary

THESE MINUTES ARE APPROVED AS THE OFFICIAL AUGUST 21, 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 that Chaparral Pointe Metropolitan District convened at 2:17 p.m. on August 21, 2023 for the sole purpose of receiving legal advice related to negotiations regarding consultant invoicing matters as authorized by Sections 24-6-402(4)(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 (Nov 21, 2023 14:10 MST)

Suzanne M. Meintzer
Attorney for Chaparral Pointe Metropolitan
District

Dated:

Nov 21, 2023