

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE HIGHLINE CROSSING METROPOLITAN DISTRICT HELD JULY 6, 2022

A special meeting of the Board of Directors of the Highline Crossing Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, July 6, 2022 at 6:30 p.m. This District Board meeting was held by conference call without any individuals (neither District representatives nor the general public) attending in person. The meeting was open to the public.

Directors In Attendance Were:

Daniel Payotelis

Also In Attendance Was:

David Solin and Jim Ruthven (for a portion of the meeting); Special District Management Services, Inc.

Paula Williams, Esq. and Tim O’Connor, Esq.; McGeady Becher P.C.

Brian O’Sullivan; Resident

**PUBLIC
COMMENTS**

Mr. O’Sullivan suggested that the community manager should schedule a time to be available to meet with residents during community inspections.

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosure of Potential Conflicts of Interest: Mr. Solin noted a quorum was present and discussed the requirements under Colorado Statute 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 regarding any matters scheduled for discussion at this meeting. Attorney Williams noted that no disclosures were made as all Directors are residents of the District.

**ADMINISTRATIVE
MATTERS**

Agenda: Mr. Solin distributed for the Board’s review and approval, a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Agenda was approved, as amended.

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Meeting Location and Posting of Notice: The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, the Board determined to conduct the meeting by conference call. The Board further noted that notice of this meeting and the conference call access was duly posted and that it had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxing electors within the District's boundaries.

Results of the May 3, 2022 Director Election: Mr. Solin noted for the Board that the May 3, 2022 director election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. Director Payotelis was deemed elected to a 1-year term ending in May 2023.

Oath of Directors: Mr. Solin confirmed that the Oath of Director was filed with all applicable entities as required by statute.

Board Vacancies: The Board discussed the vacancies and considered the appointment of Brian O'Sullivan to fill a vacancy on the Board of Directors.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, Brian O'Sullivan was appointed to fill a vacancy on the Board of Directors. The Oath of Office was administered.

Appointment of Officers: Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Daniel Payotelis
Treasurer	Brian O'Sullivan
Secretary	David Solin

November 15, 2021 Special Meeting Minutes: The Board reviewed the Minutes of the November 15, 2021 Special Meeting.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Minutes of the November 15, 2021 Special Meeting were approved.

Payment of Director Fee: Attorney Williams discussed with the Board the option of paying Directors a small fee as compensation for serving on the Board. Following discussion, the Board determined to impose the Director Fee.

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COVENANT CONTROL/ COMMUNITY MANAGEMENT

Community Managers Report: Mr. Solin presented the Community Managers Report to the Board. The Board directed Mr. Solin to set a scheduled day and time to have the community manager be available to meet residents at the mailbox to discuss landscape concerns that may arise from time to time. The Board further directed Mr. Solin to send an email to the community to let them know of the plan. Mr. Solin also offered to prepare a flyer to be posted in the community bulletin board near the mailboxes, and send that to Director Payotelis for posting. Finally, the Board directed Mr. Solin to send an email to residents to alert them to future District Board meetings and method(s) for attending.

Service Agreement between the District and CDI Environmental Contractor Inc. for 2022 Landscape Maintenance: The Board reviewed a Service Agreement between the District and CDI Environmental Contractor Inc. for 2022 Landscape Maintenance.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement between the District and CDI Environmental Contractor Inc. for 2022 Landscape Maintenance.

Change Order No. 1 to the Service Agreement between the District and CDI Environmental Contractor Inc. for Repairs to Privacy Wall and Monument: The Board reviewed Change Order No. 1 to the Service Agreement between the District and CDI Environmental Contractor Inc. for repairs to Privacy Wall and Monument.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Service Agreement between the District and CDI Environmental Contractor Inc. for repairs to Privacy Wall and Monument.

Change Order No. 2 to the Service Agreement between the District and CDI Environmental Contractor Inc. for Additional Repairs to Privacy Wall and Monument: The Board reviewed Change Order No. 2 to the Service Agreement between the District and CDI Environmental Contractor Inc. for additional repairs to Privacy Wall and Monument.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 2 to the Service Agreement between the District and CDI Environmental Contractor Inc. for additional repairs to Privacy Wall and Monument.

Service Agreement between the District and CDI Environmental Contractor Inc. for 2021/2022 Snow Removal Services: The Board reviewed a Service

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Agreement between the District and CDI Environmental Contractor Inc. for 2021/2022 Snow Removal Services.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement between the District and CDI Environmental Contractor Inc. for 2021/2022 Snow Removal Services.

FINANCIAL MATTERS

Payment of Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Nov. 31, 2021	Period Ending Dec. 31, 2021	Period Ending Jan. 31, 2022	Period Ending Feb. 28, 2022
General	\$ 3,815.69	\$ 4,403.22	\$ 10,766.82	\$ 8,752.53
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 3,815.69	\$ 4,403.22	\$ 10,766.82	\$ 8,752.53

Fund	Period Ending March 31, 2022	Period Ending April 30, 2022	Period Ending May 31, 2022	Period Ending June 30, 2022
General	\$ 14,131.69	\$ 9,223.33	\$ 7,910.19	\$ 7,018.19
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 14,131.69	\$ 9,223.33	\$ 7,910.19	\$ 7,018.19

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board ratified the payment of claims. as presented.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board authorized Mr. O’Sullivan to be added as a signer on the District’s financial accounts and to be added as an approver on Bill.com.

Unaudited Financial Statements: Mr. Ruthven presented to the Board the unaudited financial statements and statement of cash position for the period ending March 31, 2022.

Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board accepted the unaudited financial statements and schedule of cash position for the period ending March 31, 2022.

2021 Audit: Mr. Ruthven reviewed the 2021 draft Audited Financial Statements with the Board.

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Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements, subject to final legal review, and authorized execution of the Representations Letter.

LEGAL MATTERS There were no legal matters to discuss.

OTHER BUSINESS Mr. Solin and the Board discussed resident concerns regarding maintenance of the native areas and landscaping maps. Director Payotelis directed Mr. Solin to provide a landscape responsibility map that Director Payotelis could post on the community bulletin board near the mailboxes.

ADJOURNMENT Following discussion, upon motion duly made and seconded by Director Payotelis and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By:  _____
Secretary for the Meeting