

MINUTES OF THE ANNUAL MEETING  
PURSUANT TO §32-1-903(6), C.R.S.  
OF THE BOARD OF DIRECTORS OF  
HIGHLANDS-MEAD METROPOLITAN DISTRICT

Pursuant to §32-1-903(6), C.R.S.  
via teleconference  
Monday, September 25, 2023, at 4:00 p.m.  
[highlandsmeadmetrodistrict.com](https://highlandsmeadmetrodistrict.com)

The meeting was held via Zoom:

Link: <https://us06web.zoom.us/j/82326871931?pwd=ETIbLyccgZtCqUyJW4Rixvs8hZQmHH.1>

Meeting ID: 823 2687 1931

Password: 927334

Call-in Number: 720-707-2699

**Attendance**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

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Lisa Wiebelhaus, President	Term to May 2027
Serge Goldberg, Treasurer	Term to May 2025
Will Edgington, Secretary	Term to May 2025
Shannon Engler, Asst. Sec.	Term to May 2025
Janice Bachman, Asst. Sec.	Term to May 2027

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Also present: Angela Elliott, Evan Redmond, Teleos Management, District Managers and Marlene Pappas, meeting host, Teleos Management; Blair Dickhoner, White Bear Ankele Tanaka & Waldron, Districts Counsel; Eric Weaver and Avery Weaver, Marchetti & Weaver, LLC, District Accountants

**Call to Order:**

The meeting was called to order at 4:00 p.m.

**Presentation Regarding  
the Status of Public  
Infrastructure Projects  
within the District**

District Accountant Eric Weaver presented the status of Public Infrastructure Projects within the District.

No action was taken by the Board.

**Presentation Regarding  
Outstanding Bonds (if  
necessary)**

District Accountant Eric Weaver presented the Outstanding Bonds.

No action was taken by the Board.

**Review of Unaudited  
Financial Statements**

District Accountant Eric Weaver presented the Unaudited Financial Statements.

No action was taken by the Board.

**Open Floor for Questions**

The Board addressed questions from the audience.

**Adjournment**

Upon a motion duly made, seconded, and upon vote, unanimously carried, the meeting was adjourned at 4:23 pm.

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

  
Secretary for the Meeting

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

Held: Monday, June 26, 2023, at 4:00 p.m.  
Via Teleconference

**Attendance**

The regular 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:

Serge Goldberg  
Shannon Engler  
Lisa Wiebelhaus  
Janice Bachmann

Director Edginton was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present: Nelson Dunford, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Eric Weaver and Avery Weaver, Marchetti & Weaver LLP, District Accountant; Evan Redmond and Marlene Pappas, Teleos Management, District Management; and, members of the public.

**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 Nelson Dunford.

**Conflict of Interest  
Disclosures**

Mr. Dunford advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dunford 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. Dunford inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to 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.



**Agenda**

Following brief discussion, upon a motion duly made by Director Goldberg and seconded by Director Wiebelhaus, the Board unanimously approved the agenda as presented.

**Election of Officers**

Following brief discussion, upon a motion duly made by Director Bachmann and seconded by Director Wiebelhaus, the Board unanimously approved the following slate officers:

- President – Will Edgington
- Secretary – Shannon Engler
- Treasurer – Janice Bachmann
- Member – Lisa Wiebelhaus
- Member – Serge Goldberg

**Public Comment**

The homeowner present brought up their disagreement with only having one approved fence stain color. She also brought up the need to keep the common areas landscaped and weed free. She also brought up a safety concern over large vehicles and vans parking on the street, blocking stop signs, etc.

**Approval of February 27, 2023, Special Meeting Minutes**

The Board was presented with the February 27, 2023, special meeting minutes. Upon a motion duly made by Director Goldberg and seconded by Director Wiebelhaus, the Board unanimously approved the February 27, 2023, Special Meeting Minutes.

**Director Matters**

The Board engaged in discussion regarding scheduling a special meeting for September 25, 2023, at 4:00 p.m.

**Legal Matters**

**2023 Legislative Overview**

Mr. Dunford provided the Board with an overview of 2023 Legislation Affecting Special Districts and Community Associations.

**Discuss and Consider Approval of Special Counsel for collection of Assessments**

Mr. Dunford presented the Board with the proposals for legal services related to Collection of Assessments. The Board reviewed the proposals and engaged in lengthy discussion regarding same. Following discussion, the Board determined to table this matter and directed legal counsel to prepare a fine policy/schedule for delinquent owners & covenant enforcement and circulate for review.

**Financial Matters**

**Ratification of Claims and Approval of Claims**

Mr. Weaver presented the listing of claims, dated June 26, 2023 to the Board for consideration.

Following discussion, upon motion duly made by Director Goldberg and seconded by Director Wiebelhaus, the Board unanimously ratified the payment of claims in the amount of \$18,646.78 and approved current claims of \$10,457.23.

Financials as of May 2023

Mr. Weaver presented the May 31, 2023 Unaudited Financial Statements to the Board for consideration. Following discussion, upon a motion duly made by Director Goldberg and seconded by Director Wiebelhaus, the Board unanimously accepted the May 31 2023 financial statements.

2022 Audit

Mr. Weaver presented the Board with the 2022 Audited Financial Statements.

Following discussion, upon a motion duly made by Director Wiebelhaus and seconded by Director Engler, the Board unanimously accepted the 2022 Audit Statements, subject to clean opinion from the auditor.

## **Management Matters**

Management Report

Mr. Redmond reviewed the Manager's Report with the Board.

Status Update on First Amendment to the Declaration of Covenants, Conditions and Restrictions of the Highlands Community

Management informed the Board that another email communication was sent out, and no responses have been received. The Board determined to table the matter.

Ratification of ICA Agreement with Mill Bros., Inc.

Following discussion, upon a motion duly made by Director Goldberg and seconded by Director Engler, the Board unanimously ratified the Independent Contractor Agreement with Mill Bros. Inc. for 2023 Grounds Maintenance.

Consider Approval of Final Revised Design Guidelines and Homeowner Handbook (fencing, artificial turf and jellyfish lights)

Mr. Redmond reviewed the Design Guidelines and Homeowner Handbook and proposed amendment to same with the Board.

Following discussion, upon a motion duly made by Director Engler and seconded by Director Wiebelhaus, the Board unanimously approved the Revised Design Guidelines and Homeowner Handbook amending section 2.26 Landscaping as it relates to artificial turf.

Consider Amendment to Final revised Design Guidelines (fence stain)

The Revised Design Guidelines and Homeowner Handbook were presented to the Board for amending the sections of fencing stain to



read: Fence Staining is Mandatory - the only approved stain or treatment is "Sherwin Williams – Hawthorne (SW3518)".

Following discussion, the Board determined to form a committee to approve an additional "transparent" stain option, and appointed Director Edgington and Director Engler to the committee, and authorized them to make a selection and final determination for the Board to ratify at the next meeting.

Discuss request from homeowner to remove pine trees in corridor of view

The Board determined to table this matter.

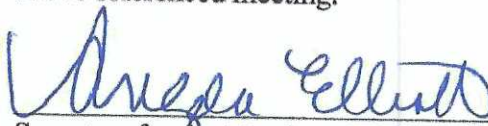
**Other Business**

Mr. Weaver and the Board engaged in discussion regarding opening a Colo-Trust account for the District. Following discussion, upon motion duly made and second, the Board approved opening a Colo-Trust Plus account for investment of funds.

**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 Goldberg, the Board unanimously determined to adjourn the meeting at 5:30 p.m.

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



Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 25<sup>th</sup> day of September, 2023.

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

Held: Monday, February 27, 2023, 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:

Serge Goldberg  
Will Edgington  
Shannon Engler  
Lisa Wiebelhaus  
Guiseppe "Joey" Reale

Also present: Blair Dickhoner, Esq., and Nelson Dunford, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Eric Weaver and Avery Weaver, Marchetti & Weaver LLP, District Accountants; Angela Elliott, Evan Redmond, and Marlene Pappas, Teleos Management, District Managers; and members of the public.

**Call to Order**

It was noted that a quorum of the Board was present, and the meeting was called to order at 4:05 p.m. by Ms. Elliott

**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 with regard to 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.

**Agenda**

Following brief discussion, upon a motion duly made by Mr. Goldberg and seconded by Ms. Engler, the Board unanimously approved the agenda as presented.

**Public Comment**

None



**Consent Agenda**

The Board was presented with the consent agenda items. Upon a motion duly made by Mr. Goldberg and seconded by Ms. Wiebelhaus, the Board unanimously took the following actions:

- a. Approved the minutes of the November 1, 2022 special meeting.

**Director Matters**

None

**Legal Matters**

Discuss Service Plan Amendment in 2023

Mr. Dickhoner discussed the Service Plan Amendment in 2023 to address recent legislation that adjusts how actual valuations are calculated and recommended waiting to see what happens in the current legislative session before taking any action. Information will be sent to Board members.

Discuss Potential Subordinate Debt Issuance

Mr. Dickhoner discussed the Potential Subordinate Debt Issuance. Mr. Weaver noted it would cost approximately \$125,5000 to issue subordinate debt. The Board requested follow-up information on the associated costs and will continue to review as the bond market changes.

Discuss and Consider Acceptance of Phase 1A through 1C Tracts by District

Mr. Dickhoner presented the Resolution Regarding Acquisition of Public Improvements (First Filing Landscape Improvements).

Following discussion, upon motion duly made by Mr. Edgington, seconded by Ms. Wiebelhaus, the Board unanimously adopted the Resolution Regarding Acquisition of Public Improvements (First Filing Landscape Improvements).

Election Update

Mr. Dickhoner informed the Board that three individuals submitted self-nomination forms, and as of the start of the meeting, there were not more candidates than offices to be filled. He noted the election is likely to be cancelled as allowed by statute.

**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 Mr. Goldberg and seconded by Mr. Edgington, the Board unanimously ratified and approved accounts payable list as presented in the amount of \$66,798.66 and approved the current claims of \$24,520.47.

Financials as of December 31, 2022

Following discussion, upon a motion duly made by Mr. Goldberg and seconded by Mr. Edgington, the Board unanimously accepted the December 31, 2022 financials.



Following discussion, upon a motion duly made by Mr. Goldberg and seconded by Mr. Edgington The Board unanimously approved adding Ms. Engler as a backup signer on the bank account to sign checks when Mr. Goldberg is unavailable.

## **Management Matters**

### **Management Report**

Ms. Elliott reviewed the Manager's Report with the Board. No Board action taken.

### **Status Update on First Amendment to the Declaration of Covenants, Conditions and Restrictions of the Highlands Community**

Management stated another email communication ("ebblast") went out and one additional consent was received. Management will continue to gauge interest from owners and will follow up at next meeting.

### **Consider approval of Independent Contractor Agreement (2023 Grounds Maintenance) with Sun and Shade Groundskeeping, Inc.**

Mr. Redmond presented the Board with a spreadsheet and proposals received from multiple landscaping companies for 2023 Grounds Maintenance. Following discussion, upon a motion duly made by Mr. Edgington and seconded by Ms. Wiebelhaus, the Board unanimously approved the proposal from Mill Bros. Outdoor Living.

### **Consider Approval of Play Equipment**

Following discussion, upon a motion duly made by Mr. Edgington and seconded by Ms. Wiebelhaus, the Board unanimously approved the installation of a Bucket seat swing in the park.

### **Consider Approval of Revised Design /guidelines and Homeowner Handbook (Fencing, artificial turf and jellyfish lights)**

The Revised Design Guidelines and Homeowner Handbook were presented to the Board for amending the sections of fencing, artificial turf, and jellyfish lighting.

Following discussion, upon a motion duly made by Mr. Goldberg and seconded by Ms. Engler, the Board unanimously approved the Revised Design Guidelines and Homeowner Handbook amending the sections of fencing and artificial turf. The Board unanimously tabled the jellyfish lights discussion and will collaborate on a decision to be made at the next meeting.

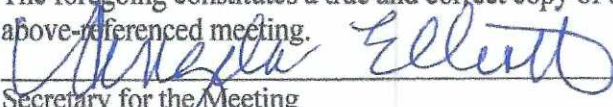
## **Other Business**

Next Regular meeting, June 26, 2023, at 4 p.m.

## **Adjournment**

There being no further business to come before the Board and following discussion and upon motion duly made by Mr. Goldberg and seconded by Ms. Wiebelhaus, the Board unanimously determined to adjourn the meeting at 5:01p.m.

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

  
Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 26<sup>th</sup> day of June 2023.