

RECORD OF PROCEEDINGS

**MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
RIVERDALE PEAKS II METROPOLITAN DISTRICT
AND
RIVERDALE PEAKS II METROPOLITAN DISTRICT
WATER ACTIVITY ENTERPRISE
HELD
JULY 5, 2022**

A joint special meeting of the Board of Directors of the Riverdale Peaks II Metropolitan District and the Board of Directors of the Water Activity Enterprise (referred to hereafter, collectively, as the “Board”) was convened on Tuesday, the 5th day of July, 2022, at 6:30 P.M. This Joint Special Meeting was held via Zoom without any individuals (neither district representatives nor the general public) attending in person. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Annette Peters
Jason Jose

Also In Attendance Were:

David Solin; Special District Management Services, Inc. (“SDMS”)
MaryAnn M. McGeady, Esq.; McGeady Becher P.C.
Scott Eilert (for a portion of the meeting); Ramey Environmental Compliance, Inc. (for a portion of the meeting)
Sikander Shah; Resident

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Solin noted that a quorum was present and requested members of the Board 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 the statute. Attorney McGeady noted that all Directors are residents within the District and a Disclosure Statement was filed with the Secretary of State’s office 72-hours prior to the meeting for Director Jose.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin distributed for the Board's review and approval a proposed Agenda for the Joint Special Meeting.

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

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 Joint Special Meeting.

Following discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board determined that the District meetings would be held by video and conference call via Zoom. The Board further noted that notice of the time, date and Zoom information was duly posted and that it has not received any objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

Designation of 24-hour Posting Location: Upon motion duly made by Director Peters, seconded by Director Jose 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 website.

Results of the May 3, 2022 Regular Director Election: Mr. Solin noted for the Board that the May 3, 2022 Regular Director Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. It was noted that Directors Peters and Jose were each elected to three-year terms ending May, 2025.

Oaths of Office: Mr. Solin confirmed with the Board that the Oaths of Office were filed with the respective entities as required by statute.

Board Vacancies: Mr. Solin noted that there are currently three vacancies on the Board. The Board considered the appointment of eligible elector Sikander Shah to fill one vacancy on the Board of Directors.

Following discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board appointed Sikander Shah to the Board of Directors.

Appointment of Officers: Upon motion duly made by Director Jose, seconded by Director Peters and, upon vote, unanimously carried, the following slate of officers was appointed:

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President Annette Peters
 Treasurer Jason Jose
 Secretary David Solin
 Assistant Secretary Sikander Shah

December 8, 2021 Special Meeting Minutes: The Board reviewed the Minutes of the December 8, 2021 Joint Special Meeting.

Following discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board approved the Minutes of the December 8, 2021 Joint Special Meeting.

District Website: Mr. Solin updated the Board on the status of the District website, noting that it is still under development. No action was taken by the Board.

**COMMUNITY
COMMENTS**

There were no comments.

**FINANCIAL
MATTERS**

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

Fund	Period Ending Dec. 31, 2021	Period Ending Jan. 31, 2022	Period Ending Feb. 28, 2022	Period Ending March 31, 2022
General	\$ 9,872.99	\$ 1,022.42	\$ 1,679.49	\$ 2,227.05
Enterprise	\$ 6,593.19	\$ 5,818.01	\$ 5,543.72	\$ 4,507.35
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 16,466.18	\$ 6,840.43	\$ 7,223.21	\$ 6,734.40

Fund	Period Ending April 30, 2022	Period Ending May 31, 2022	Period Ending June 30, 2022
General	\$ 1,590.08	\$ 5,083.17	\$ 3,166.66
Enterprise	\$ 5,226.16	\$ 4,772.81	\$ 6,855.89
Debt	\$ -0-	\$ -0-	\$ -0-
Total	\$ 6,816.24	\$ 9,855.98	\$ 10,022.55

Following discussion, upon motion duly made by Director Peters seconded by Director Jose and, upon vote, unanimously carried, the Board ratified approval of the payment of claims.

Unaudited Financial Statements and Schedule of Cash Position: Mr. Solin reviewed the unaudited financial statements of the District setting forth the cash position, investments, budget analysis, and accounts payable vouchers for the

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period ending March 31, 2022, and proposed changing signers on the District accounts.

Following review and discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District setting forth the cash position, investments, budget analysis, and accounts payable vouchers for the period ending March 31, 2022 and authorized changing of signers on the District accounts.

2021 Audit: Mr. Solin reviewed the 2021 draft Audit with the Board.

Following review and discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board approved the 2021 draft Audit and authorized execution of the Representations Letter.

Final Determination of Inability to Make a Scheduled Bond Payment (Section 32-1-903(3), C.R.S.): Following discussion, the Board acknowledged the District's inability to make the scheduled bond payment for December 1, 2022.

OPERATIONS AND MAINTENANCE

Property Maintenance:

Detention Pond Cleanup: Mr. Solin updated the Board on the status of the Detention Pond cleanup. No action was taken.

Landscaping: Mr. Solin and the Board discussed 2022 maintenance and 2023 maintenance priorities. No action was taken.

Monument Landscaping: Mr. Solin and the Board discussed the Monument landscaping. No action was taken.

Water Operations:

Reports from Ramey Environmental Compliance, Inc.: Mr. Eilert reviewed and discussed with the Board the Ramey Environmental Compliance, Inc. reports regarding the operation of the water system for the months beginning November 2021 through May 2022. Copies of the reports are attached hereto and incorporated herein by this reference.

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LEGAL MATTERS

There were no legal matters for discussion.

OTHER MATTERS

There were no other matters for discussion.

ADJOURNMENT

There being nothing further for the Board to discuss at this time, upon motion duly made, seconded and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By 

Secretary for the Meeting