

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 28, 2021**

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”) convened on Wednesday, the 28th day of July, 2021, at 6:00 P.M. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this Joint Special 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.

ATTENDANCE

Directors In Attendance Were:

Amy Vasquez
Isaac Womack
Jason Jose

The absence of Director Annette Peters was excused and Amy Vasquez was appointed acting President for this meeting only.

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

MaryAnn M. McGeady, Esq.; McGeady Becher P.C.

Wayne Ramey; Ramey Environmental Compliance (for a portion of the meeting)

Dawn Schilling; Schilling & Company, Inc. (for a portion of the meeting)

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

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members prior to this meeting in accordance with the statute. Attorney McGeady noted that all Directors are residents within the District and Disclosure Statements were filed with the Secretary of State's office 72-hours prior to the meeting, as required.

ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Jose and, upon vote, unanimously carried, the Agenda was approved, as amended and excused the absence of Annette Peters. Director Amy Vasquez was appointed acting President for this meeting only.

Approval of Meeting Location: 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 Vasquez, seconded by Director Jose and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in person contact, the District meetings were held by conference call. The Board further noted that notice of the time, date and conference bridge 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.

November 18, 2020 Special Meeting Minutes: The Board reviewed the Minutes of the November 18, 2020 Joint Special Meeting.

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Jose and, upon vote, unanimously carried, the Board approved the Minutes of the November 18, 2020 Joint Special Meeting.

COMMUNITY COMMENTS

Community Comments: There were no comments at this time.

FINANCIAL MATTERS

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

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| Fund | Period Ending Nov. 10, 2020 | Period Ending Dec. 14, 2020 | Period Ending Jan. 31, 2021 | Period Ending Feb. 28, 2021 |
|--------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|
| General | \$ 1,046.91 | \$ 9,167.93 | \$ 1,042.18 | \$ 2,310.91 |
| Enterprise | \$ 6,104.90 | \$ 4,647.51 | \$ 8,076.06 | \$ 4,614.40 |
| Debt | \$ 2,000.00 | \$ -0- | \$ -0- | \$ -0- |
| Total | \$ 9,151.81 | \$ 13,815.44 | \$ 9,118.24 | \$ 6,925.31 |

| Fund | Period Ending March 19, 2021 | Period Ending April 30, 2021 | Period Ending May 14, 2021 | Period Ending June 10, 2021 |
|--------------|---------------------------------|---------------------------------|-------------------------------|--------------------------------|
| General | \$ 1,870.30 | \$ 1,304.17 | \$ 1,913.03 | \$ 5,641.37 |
| Enterprise | \$ 6,642.73 | \$ 5,194.49 | \$ 8,980.62 | \$ 6,921.21 |
| Debt | \$ -0- | \$ -0- | \$ -0- | \$ -0- |
| Total | \$ 8,513.03 | \$ 6,498.66 | \$ 10,893.65 | \$ 12,562.58 |

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

The Board then considered approval of the payment of claims through the period ending July 31, 2021, in the amount of \$10,510.58.

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Womack and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending July 31, 2021.

Unaudited Financial Statements/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 period ending June 30, 2021.

Following review and discussion, upon motion duly made by Director Jose, seconded by Director Womack 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 June 30, 2021 as presented.

2020 Audit: Ms. Schilling reviewed the 2020 draft Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made by Director Womack, seconded by Director Vasquez, and, upon vote, unanimously carried, the Board approved the 2020 Audited Financial Statements and authorized execution of the Representations Letter.

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Final Determination of Inability to Make a Scheduled Bond Payment (Section 32-1-903(3), C.R.S.): Following discussion, upon motion duly made by Director Womack, seconded by Director Vasquez and, upon vote, unanimously carried, the Board acknowledged the District's inability to make the scheduled bond interest payment.

Placement Agent: The Board discussed possible placement agents for refunding of the District's Bonds.

Following discussion, upon motion duly made by Director Womack, seconded by Director Jose, and, upon vote, unanimously carried, the Board directed staff to obtain proposals for a placement agent and appointed Director Vasquez to the Finance Committee to review and select proposals for further Board consideration.

OPERATIONS AND MAINTENANCE

Property Maintenance:

Detention Pond Cleanup: Mr. Solin updated the Board on the status of 2020 cleanup and planned work for 2021.

Landscape Management (Pond) Services: The Board reviewed the Service Agreement with Powell Restoration, Inc. for Landscape Management (Pond) Services.

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Jose, and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Powell Restoration, Inc. for Landscape Management (Pond) Services.

Landscaping: Mr. Solin updated the Board on the status of landscaping.

Landscape Maintenance Services: The Board reviewed the Service Agreement with Neighborhood Lawn Care, Inc. for landscape maintenance services.

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Jose, and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Neighborhood Lawn Care, Inc. for landscape maintenance services.

Water Operations:

Reports from Ramey Environmental Compliance, Inc.: Mr. Ramey reviewed and discussed with the Board the Ramey Environmental Compliance, Inc. reports

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regarding the operation of the water system, for the months beginning October 2020 through May 2021. Copies of the reports are attached hereto and incorporated herein by this reference.

Change Order No. 1 to the Service Agreement for Water Operational Services between the District and Ramey Environmental Compliance, Inc.: The Board reviewed Change Order No. 1 to the Service Agreement for Water Operational Services between the District and Ramey Environmental Compliance, Inc., extending the Service Agreement to December 31, 2021.

Following discussion, upon motion duly made by Director Womack, seconded by Director Vasquez, and, upon vote, unanimously carried, the Board ratified approval Change Order No. 1 to the Service Agreement for Water Operational Services between the District and Ramey Environmental Compliance, Inc., extending the Service Agreement to December 31, 2021.

Change Order No. 2 to the Service Agreement for Water Operational Services between the District and Ramey Environmental Compliance, Inc.: The Board reviewed Change Order No. 2 to the Service Agreement for Water Operational Services between the District and Ramey Environmental Compliance, Inc., to install CL17 and Sc200.

Following discussion, upon motion duly made by Director Womack, seconded by Director Vasquez, and, upon vote, unanimously carried, the Board ratified approval Change Order No. 2 to the Service Agreement for Water Operational Services between the District and Ramey Environmental Compliance, Inc., to install CL17 and Sc200.

Water Budget Review Committee:

Water Rates, Landscape Requirements and Possible Covenant Amendments: Mr. Ramey presented to the Board a status update and reported on water options.

Water Budget Review Committee: The Board discussed the appointment of a Water Budget Review Committee.

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Jose, and, upon vote, unanimously carried, the Board appointed Director Womack to review proposals prepared by Mr. Ramey, Mr. Solin and Mr. Palazzari and to select a proposal to implement.

The Board determined to hold a public hearing for a rule change during the November meeting.

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Generator Annual Maintenance: The Board reviewed the proposal from Generator Source LLC to perform annual maintenance on generator.

Following discussion, upon motion duly made by Director Vasquez, seconded by Director Jose, and, upon vote, unanimously carried, the Board ratified approval of the proposal from Generator Source to perform annual maintenance on the generator.

LEGAL MATTERS

First Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act: The Board reviewed the First Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act.

Following review, upon motion duly made by Director Jose, seconded by Director Womack, and, upon vote, unanimously carried, the Board approved the First Amendment to Resolution No. 2013-11-04 Regarding Colorado Open Records Act.

OTHER MATTERS

The Board expressed its appreciation to Andy Palazzari for his efforts on the Water Study Committee.

ADJOURNMENT

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

Respectfully submitted,

By 

Secretary for the Meeting