

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
JUNE 21, 2023**

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 Wednesday, the 21st day of June, 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

The absence of Director Sikander Shah was excused.

Also In Attendance Were:

David Solin; Special District Management Services, Inc. (“SDMS”)
Suzanne Meintzer, Esq.; McGeady Becher P.C.
Mike Murphy; Ramey Environmental Compliance, Inc. (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 members prior to this meeting in accordance with the statute. Attorney Meintzer noted that all Directors are residents within the District and that a potential conflicts of interest disclosure was filed for Director Jose with the Secretary of State’s office at least seventy-two (72) hours in advance of the meeting.

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ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Agenda was approved, as amended, and the Board excused the absence of Director Sikander Shah.

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.

November 15, 2022 Regular Meeting Minutes: Following discussion upon a motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board approved the November 15, 2022 regular Board meeting minutes.

Resignation of Steve Beck as Secretary to the Board and Appointment of David Solin: Following discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board acknowledged the resignation of Steve Beck and appointed David Solin as Secretary to the Board.

Results of the May 2, 2023 Regular Director Election: Mr. Solin noted for the Board that the Designated Election Official cancelled the May 2, 2023 Regular Director Election, as allowed under Colorado law, because there were not more candidates than positions available on the Board of Directors. It was noted that Director Shah was re-elected by acclamation to a four-year term ending May, 2027.

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

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Board Vacancies: Mr. Solin noted that there are currently two vacancies on the Board. It was noted that there were no known electors interested in serving on the Board at this time.

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

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

**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 Nov. 30, 2022	Period Ending Dec. 31, 2022	Period Ending Dec. 31, 2022 Special Payment	Period Ending Jan 31, 2023
General	\$ 3,021.38	\$ 11,761.13	\$ -0-	\$ 1,138.97
Enterprise	\$ 7,850.58	\$ 13,772.79	\$ 1,347.29	\$ 5,355.74
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 10,871.96	\$ 25,533.92	\$ 1,347.29	\$ 6,494.71

Fund	Period Ending Feb. 28, 2023	Period Ending March 31, 2023	Period Ending April 30, 2023	Period Ending May 31, 2023
General	\$ 1,921.33	\$ 2,359.47	\$ 3,174.27	\$ 2,009.96
Enterprise	\$ 6,889.64	\$ 5,683.29	\$ 10,252.90	\$ 6,407.56
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 8,810.97	\$ 8,042.76	\$ 13,427.17	\$ 8,417.52

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 period ending March 31, 2023, and proposed updating the eligible signers on the District accounts.

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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, 2023.

Bank Account: The Board authorized updating the eligible signers on the District accounts.

2022 Audit: Ms. Schilling reviewed the 2022 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 2022 draft Audit subject to final legal review, and authorized execution of the Representations Letter.

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.

Change Order No. 1 from Neighborhood Lawn Care, Inc: The Board reviewed Change Order No. 1 from Neighborhood Lawn Care, Inc for detention pond maintenance.

Following review and discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 from Neighborhood Lawn Care, Inc for detention pond maintenance.

Ratification of Service Agreement with Neighborhood Lawn Care Inc for Landscaping Services: Following discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Neighborhood Lawn Care Inc.

Landscaping: Mr. Solin and the Board discussed the Monument Landscaping. The Directors expressed satisfaction with the current state of the landscaping. No further action was taken.

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Water Operations:

Reports from Ramey Environmental Compliance, Inc.: Mr. Murphy reviewed with the Board the Ramey Environmental Compliance, Inc. reports regarding the operation of the water system for the months beginning November 2022 through May 2023. Copies of the reports are attached hereto and incorporated herein by reference.

Change Order Nos. 1 and 2 from Ramey Environmental Compliance, Inc.: The Board reviewed Change Order No. 1 from Ramey Environmental Compliance, Inc. regarding the Booster Station Pump Annual Preventative Maintenance and Change Order No. 2 from Ramey Environmental Compliance, Inc. for Valve Repair.

Following review and discussion, upon motion duly made by Director Peters, seconded by Director Jose and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 from Ramey Environmental, Inc. regarding the Booster Station Pump Annual Preventative Maintenance and Change Order No. 2 from Ramey Environmental Compliance, Inc. for Valve Repair.

LEGAL MATTERS

Possibility of Refunding: Attorney Meintzer updated the Board on the status of the possibility of refunding the District's bonds, noting that the market is not favorable to refunding at this time.

OTHER MATTERS

Attorney Meintzer and the Board discussed a possible landscape partnership between the Riverdale Peaks II Homeowners Association, Inc. and the District. No action was taken at this time.

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