

MINUTES OF THE JOINT SPECIAL MEETING OF THE BOARD OF  
DIRECTORS OF WATERS' EDGE METROPOLITAN DISTRICT  
NOS. 1 & 2

Held: Wednesday, October 18, 2023, at 2:00 p.m.  
Via Teleconference

**Attendance**

The joint special meeting of the Board of Directors of the Waters' Edge Metropolitan District Nos. 1 & 2 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:

Joe Knopinski, President  
John Gooch, Secretary  
Jerry Wenzel, Treasurer  
Todd Johnson, Assistant Secretary

Also present were Eve M.G. Velasco, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Diane Wheeler, Simmons & Wheeler, P.C. District Accountant; Angela Elliott, Evan Redmond, and Marlene Pappas, Teleos Management Group, District Manager; Carol Bauman, Developer Representative; and members of the public.

**Call to Order**

It was noted that a quorum of the Boards was present, and the meeting was called to order at 2:04p.m. by Director Knopinski

**Conflict of Interest  
Disclosures/Director  
Qualifications**

Ms. Velasco advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Velasco 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Velasco inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest regarding 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 Boards to act.

**Approval of  
Agenda**

Ms. Velasco presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made by Director Johnson and seconded by Director Wenzel, the Boards unanimously approved the agenda as presented.

**Public Comment**

Comments were brought up by members of the public present regarding concerns of the sprinkler blowout date being too late due to an upcoming freeze, interest in serving on the Board, reporting of irrigation system leaks, and revising the water restrictions.

**Director Matters**

Director Knopinski noted that there is one vacancy on the Board for each District 1 and 2. Ms. Velasco informed the Boards that a Notice of Vacancy was published in accordance

with Colorado law and that the Districts have received interest from one individual, Eric Pearson, whose qualifications have been confirmed. Following discussion, upon a motion duly made by Director Johnson and seconded by Director Wenzel, the Board for District No. 1 unanimously appointed Eric Pearson to the District No. 1 Board.

The Board for District No. 2 determined to table the appointment matter and directed the District Manager to send an email communication to residents of District No. 2 requesting those interested in serving on the Board to submit letters of interest to the Board.

### **Consent Agenda**

Ms. Velasco reviewed the items on the consent agenda with the Boards. She advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda.

Upon a motion duly made by Director Johnson and seconded by Director Gooch, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- a. Minutes from the June 21, 2023, Special Meeting
- b. 2022 Annual Report

### **Financial Matters**

#### **Financials/Claims**

Ms. Wheeler presented the claims to be ratified and approved.

Following discussion, upon motion duly made by Director Knopinski and seconded by Director Wenzel, the Boards ratified and approved the claims in the amount of \$60,533.44.

Ms. Wheeler presented the financial statements as of June 30, 2023.

Following discussion, upon motion duly made by Director Todd Johnson and seconded by Director Jerry Wenzel, the Boards accepted the financial statements as of June 30, 2023, as presented.

#### **Discussion on Preliminary 2024 Budget**

Ms. Wheeler presented the preliminary 2024 Budgets to the Boards and answered questions from the Boards.

### **Legal Matters**

#### **Executive Session of the Board of Directors**

Upon a motion duly made and seconded, followed by an affirmative vote of at least two-thirds of the quorum present, the Boards entered into executive session at 2:53 p.m. for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations, and instructing negotiators as it relates to a Public Improvement Warranty Agreement pursuant to Section 24-6-402(4)(e), Colorado Revised Statutes.

Also pursuant to Section 24-6-402(4), C.R.S., the Boards did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during executive session.

The Boards reconvened in regular session at 3:10 p.m.

**Consider Adoption of Joint Resolution Regarding Acceptance Of District Eligible Costs and Acquisition Of Public Infrastructure**

Ms. Velasco presented the Joint Resolution Regarding Acceptance of District Eligible Costs and Acquisition of Public Infrastructure for Cost Certification Report No. 8 to the Boards, noting the inclusion of certain rescission language.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Gooch, upon vote and unanimously carried, the Boards adopted the Joint Resolution Regarding Acceptance of District Eligible Costs and Acquisition of Public Infrastructure, subject to revision of the Warranty Agreement to remove Paragraph 3 concerning surety and subject to receipt of the fully executed revised Warranty Agreement.

**Consider Adoption of Resolution Prohibiting District Reimbursement to Developer for Various Oversizing Improvement Costs**

Ms. Velasco presented the Resolution Prohibiting District Reimbursement to Developer for Various Oversizing Improvement Costs to the Boards.

Following discussion, upon motion duly made by Director Gooch, seconded by Director Wenzel, upon vote and unanimously carried, the Boards approved and accepted the Resolution Prohibiting District Reimbursement to Developer for Various Oversizing Improvement Costs.

**Manager Matters**

**Town Hall Meeting. Meeting and Budget Hearing Date**

The District Manager & Board discussed holding the Town Hall Meeting and Budget Hearing on November 15, 2023, starting at 1:00 p.m. for the Town Hall meeting and 2:00 p.m. for the Regular Meeting and Budget Hearing.

Following discussion, upon motion duly made by Director Joe Knopinski and seconded by Director Jerry Wenzel, the Boards directed Management to set up Town Hall Meeting at 1 pm on November 15<sup>th</sup>, 2023, followed by the Budget Hearing at 2pm.

**Update on Community Activity**

Manager Redmond went over the management/DRC report, showing DRC's processed since the last meeting. Informational only.

**Revisions to Builder Guidelines & Design Guidelines**

The District Manager discussed proposed revisions to the Builder Guidelines and the Design Guidelines as it relates to water restrictions after the 1<sup>st</sup> year of lawn establishment.

**Discuss Non-Potable Water System**

The District Manager discussed the following items with relation to the non-potable water system:

- Winterization
- Water Restrictions

- Possible Fines for Tampering with Non-potable System
- Notification of Installation 48 Hours in Advance

The Board directed the District Manager and legal counsel to coordinate to draft Rules & Regulations for the Non-Potable Water System to present to the Boards.

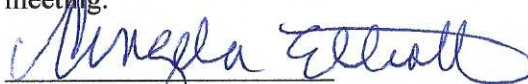
**Other Business**

Director Knopinski invited members of the public to make additional comments. Additional comments were provided regarding the non-potable water system and the timing of amenity construction in the community.

**Adjournment**

There being no further business to come before the Boards, upon motion duly made by Director Joe Knopinski and seconded by Director Todd Johnson, and unanimously carried, the Boards determined to adjourn the meetings at 4:09p.m.

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



Secretary for the meeting