

**RECORD OF PROCEEDINGS
SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
WHISPERING PINES METROPOLITAN DISTRICT NO. 1**

Monday, July 1, 2024 - Zoom Videoconference

BOARD OF DIRECTORS IN ATTENDANCE:

A special meeting of the Board of Directors of Whispering Pines Metropolitan District No. 1, City of Aurora, Arapahoe County, Colorado, was called and held as shown above and in accordance with Colorado state statutes as applicable, with the following Directors present and acting:

Matt Kehoe	(by videoconference)
Tim Strach	(by videoconference)
Tyler March	(by videoconference)
Joseph DiBiasio	(by videoconference)
Hector Guitron	(by videoconference)

ADDITIONAL ATTENDEES (by videoconference): Lisa Mayers, District Counsel, Spencer Fane LLP; Diane Rodriguez, Community Resource Services; Angela Elliott and Joe Saunders, District Managers, Marlene Pappas, Teleos Management Group; and members of the public.

I. ADMINISTRATIVE MATTERS

A. Call to Order/Establish Quorum

The Board noted that a quorum was present for the purpose of conducting a meeting of the Board of Directors of Whispering Pines Metropolitan District No. 1, and the meeting was called to order at 6:31 p.m.

B. Disclosure of Potential Conflicts of Interest

Director DiBiasio reminded the Board that he owned the company that was awarded the contract to paint the interior and exterior of the clubhouse.

C. Approval of Agenda

The Board reviewed the July 1, 2024, meeting agenda and District Manager Elliott asked to move the discussion of the 2023 audit to the beginning of the Financial Matters section.

Following discussion and upon motion made by Director Guitron, seconded by Director Kehoe, upon vote and unanimously carried, the Board approved the July 1, 2024 agenda, as amended.

D. Consider Approval of the Minutes of the May 7, 2024 meeting.

Following discussion and upon motion made by Director DiBiasio, seconded by Director Strach, upon vote and unanimously carried, the Board approved the Minutes of the May 7, 2024, meeting as presented.

II. FINANCIAL MATTERS

A. Discussion and Possible Acceptance of 2023 Audit (enclosure)

Following discussion, upon motion duly made by Director Strach, seconded by Director DiBiasio, upon vote and unanimously carried, the Board accepted the 2023 audit, subject to clean opinion by auditor, as presented.

B. Review and Ratify the Payment of Claims

The Board received the Payment of Claims, check #'s 65-81 and EFT's 65-77 totaling \$108,262.53 for claims paid through June 26, 2024.

Following discussion, on motion duly made by Director March, seconded by Director Kehoe, and upon vote unanimously carried, the Board ratified the claims paid through June 26, 2024, in the amount of \$108,262.53.

C. Review and Accept the May 31, 2024 Financial Statements

District Accountant Rodriguez reviewed the May 31, 2024, Financial Statements with the Board. The General Fund ending balance as of May 31, 2024, was \$439,357.00. As of May 31, 2024 the Capital Fund balance was \$456,138 and the ending balance of \$869,622.00 remained in the Debt Service Fund.

Following discussion, upon motion duly made by Director Strach, seconded by Director Kehoe, upon vote and unanimously carried, the Board accepted the May 31, 2024, financial statements as presented.

D. Review and Consider Approval of Cash Flow Position

Following discussion, upon motion duly made by Director Strach, seconded by Director DiBiasio, upon vote and unanimously carried, the Board accepted the May 31, 2024, cash flow position as presented.

III. Director Matters

A. Operations Committee Report (Director Kehoe)

Director Kehoe updated the Board with the following topics:

So far in 2024, 30 trees have been replaced, 15 trees purchased by District and 15 under warranty.

Brightview has removed the remaining trees stakes on the healthy trees throughout the community.

In the last 30 days, a backflow was found to be missing due to the equipment not being secured properly. Brightview is replacing backflow at no cost to District.

The City of Aurora asked the District to get bids from a concrete contractor to add new concrete at the trail head of the multi-use trail at the S. Langdale Court. Community Manager Saunders will be speaking with contractors for proposals.

Director Kehoe reviewed Brightview's and LandTech's proposals to replace the dead shrubs throughout the community.

Following discussion and upon motion made by Director DiBiasio, seconded by Director March, upon vote and unanimously carried, the Board approved LandTech's proposal dated 5-21-2024 for \$13,699.31, as presented.

Director Kehoe reviewed Brightview's and LandTech's proposals to repair the retaining wall west of 8169 S. Kellerman Circle.

Following discussion and upon motion made by Director March, seconded by Director Kehoe, upon vote and unanimously carried, the Board approved LandTech's proposal dated 4-24-2024 for \$7,425.00 as presented.

Director Kehoe discussed Brightview's and LandTech's proposals to repair the drainage along the multi-use trail behind 8129 S. Kellerman Circle.

Following discussion and upon motion made by Director March, seconded by Director DiBiasio, upon vote and unanimously carried, the Board approved LandTech's proposal dated 5-21-2024 for \$1,000.00 as presented.

Director Kehoe discussed the erosion problem at the roundabout on S. Sampson Gulch. After researching the ownership of the area of the hill on the west side of the roundabout, the hill was found to be owned by Ryland Group and not the District.

B. Finance Committee Report (Director Strach)

Director Strach stated that the Financial Committee has not met in the past month, however plan to meet in August or September to review documents for 2025 budget.

C. Covenant Enforcement Committee Report (Directors March and Strach)

1. 7982 S. Kewaunee Way Tree Request

Daniel Harris reviewed his letter sent to the Board to add more trees behind S. Kewaunee. After discussing Mr. Harris's request, the Board table the discussion until the September 3, 2024 meeting.

2. Possible Variance Request on 7855 S. Grand Street gate to common area
After reviewing the variance request from 7855 S. Grand Street, the Board decide to table the discussion until the homeowner was available to respond.

3. Flag Amendment Language

Director March reviewed the community guidelines current and new language concerning 2.24 Flags, Flagpoles, and Free-Standing Flagpoles. After reviewing the new language, District Legal Counsel Mayers did not have problems with the wording.

Director Strach asked that the document be included in a community survey and discuss the homeowner's feedback at the September 3, 2024 meeting.

D. Design Review Committee Report (Rita Cuthbertson)

Ms. Cuthbertson reported that 9 applications were reviewed. The total applications did not include the automatic approvals, such as design requests for installing solar panels.

1. Appointment of Scott Murdock, Dan Galasso and Paul Koenning to Design Review Committee.

Ms. Cuthbertson reviewed with the Board the resumes of the 3 volunteers' who would like to join the design committee.

Following discussion and upon motion made by Director Kehoe, seconded by Director DiBiasio, upon vote and unanimously carried, the Board appointed Scott Murdock, Dan Galasso and Paul Koenning, to the Design Review Committee, as presented.

E. Planning Committee Report (Director Kehoe)

Director Kehoe didn't have an update for the Board.

F. Social Committee/Communication Committees (Noelle Dilts)

Noelle Dilts reviewed the following events being held: July 4th Parade, July 13th RibFest and scheduling a boot camp in July. The pool party will be rescheduled due to conflicts with the clubhouse calendar.

Ms. Dilts asked for volunteers to join the Social Committee.

The Board approved the Annual Meeting to be held on August 17, 2024 at 4:00 PM.

G. Update on Design Guidelines (Director Kehoe)

Director Kehoe didn't have an update for the Board.

H. Pool and Clubhouse Report (Director DiBiasio)

1. Whispering Pines Rules and Regulations

Director DiBiasio reviewed the recent pool vandalism and disruptive events and developed new policies to strengthen the consequences of rowdy and out of control conduct. Mr. DiBiasio also discussed his new language for prohibiting glass anywhere in the pool area and change in rental rates for private events.

The discussion was tabled until July 8, 2024 after the members of the Board could review the new clubhouse and pool policies.

2. Director DiBiasio discussed developing a Hearing Committee for Disputes of Violations with the new clubhouse rules. Directors DiBiasio and Guitron volunteered to be on the committee.

3. Following discussion and upon motion made by Director March, seconded by Director Kehoe, upon vote and unanimously carried, the Board approved the Appointing of Directors DiBiasio and Guitron to the Hearing Committee for Disputes of Violations, as presented.

IV. Management Report

A. Management Report ending June 30, 2024

Ms. Elliott referenced her report in the Board packet. There were no questions asked of Management.

B. Discuss and action on Fence Bids (Enclosure)

Community Manager Saunders is completing an RFP to repair and stain District owned fencing in filings 1, 2 and 3. 3 proposals will be provided by July 31, 2024 meeting.

C. Discuss on Tree Replacement Update (Enclosure)

Director Kehoe updated the Board that all 30 warranty and purchased trees have been installed. Community Manager Saunders will be contacting contractors to provide proposals for remaining dead trees throughout community.

D. Bids and possible action for HVAC and Plumbing Service Maintenance

Community Manager Saunders discussed researching 3 HVAC and plumbing companies to provide proposals for preventative maintenance procedures on mechanical systems in the clubhouse. Mr. Saunders will update the Board at the September 3, 2024 meeting.

E. \$600 Fence Repair – 8156 S. Jackson Gap

After reviewing the variance request from 8156 S. Jackson Gap, the Board decided to table the discussion until the homeowner was available to respond.

F. Too Many Grills On Backyards

District Manager Elliott discussed a homeowner complaint associated with too many grills on the neighborhood backyards. The Board tabled the discussion until more information can be provided on how many grills is too many.

V. Legal Items

District Counsel Mayers did not have an update for the Board.

VI. PUBLIC COMMENT

Attendees are given the opportunity to address the Board regarding District and community-related matters with each comment limited to three minutes.

A homeowner discussed a dead tree that needed replaced on the northwest side of S. Sampsons Gulch Way. After reviewing the location, the Board determined that the tree was not on District land. The area was the responsibility of Cherry Creek Schools.

A homeowner thanked the Board for their service and discussed a couple of other topics. He mentioned how the political signs were an eyesore, the homeowner forum should be at the beginning of the meeting and dead trees at the roundabout. The Board noted the discussed items and that the dead trees in the roundabout were the responsibility of the Ryland Group who owns the Tracts.

VII. OTHER BUSINESS

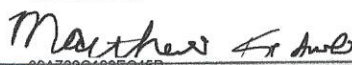
VIII. CONTINUATION / ADJOURNMENT

With no further business having come before the Board, Director Kehoe adjourned the meeting at 8:55 p.m.

Next Meeting – September 3, 2024 at 6:30 PM

The foregoing minutes make up a true and correct copy of the record of proceedings of the regular meeting of the Board held on July 1, 2024, and was approved by the Board of Directors of the Whispering Pines Metropolitan District No. 1.

Respectfully Submitted by:

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Board of Directors President


Secretary for the Meeting