

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

Tuesday, March 5, 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:

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|-----------------|----------------------|
| 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; 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 6:30 p.m.

B. Disclosure of Potential Conflicts of Interest

The Board noted that no disclosure statements were necessary.

C. Approval of Agenda and Meeting Location

The Board reviewed the meeting agenda and location of the meeting. Following discussion and upon motion made by Director Kehoe, seconded by Director March, upon vote and unanimously carried, the Board approved the meeting agenda as presented.

D. Consider Approval of the Minutes of the January 9, 2024 meeting.

Following discussion and upon motion made by Director Kehoe, seconded by Director Strach, upon vote and unanimously carried, the Board approved the Minutes of the January 9, 2024, meeting as presented.

II. FINANCIAL MATTERS

A. Review and Ratify the Payment of Claims

The Board received the Payment of Claims, check #'s 37-50 and EFT's 28-45 totaling \$82,330.05 for claims paid through February 29, 2024.

Following discussion, on motion duly made by Director March, seconded by Director Strach, and upon vote unanimously carried, the Board ratified the claims paid through February 29, 2024, in the amount of \$82,330.05.

B. Review and Accept the January 31, 2024 Financial Statements

District Manager Elliott reviewed the January 31, 2024, Financial Statements with the Board. The General Fund ending balance as of January 31, 2024, was \$19,845. As of January 31, 2024 the Capital Fund balance was \$396,296, and the ending balance of \$358,082 remained in the Debt Service Fund.

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

C. Review and Consider Approval of Cash Flow Position

Following review and discussion, The Board did not have comments or questions.

III. Director Matters

A. Operations Committee Report (Director Kehoe)

Director Kehoe reviewed the process of installing cameras throughout community and recommended the Board table the discussion until a survey could be sent to all homeowners to determine the level of interest for purchasing and installing the security cameras.

Director Kehoe updated the Board that the actual costs for snow removal so far in 2024 are below budget.

B. Finance Committee Report (Director Strach)

Director Strach updated the Board that the Committee had not recently meet and did not have anything to report.

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

Directors March updated the Board that there are 33 open violations and 30 violations that were closed.

D. Design Review Committee Report (Rita Cuthbertson)

Ms. Cuthbertson did not attend the meeting and no updates were reported.

The Board suggested that Director Guitron get with Evan Redmond, Teleos Management Group property inspector to review design procedures. Director Guitron asked to have an email sent to homeowners asking for volunteers for the Design Review Committee.

E. Planning Committee Report (Director Kehoe)

Director Kehoe discussed that Lennar Homes is starting to build homes in their new development that is located south of the Whispering Pines property.

F. Social Committee/Communication Committees (Noelle Dilts)

Noelle Dilts could not attend the meeting. Director Kehoe discussed the following upcoming events: Easter Egg Hunt, spring bake off, possible work out and boot camp event and community garage sale.

Director Kehoe asked to include in the upcoming email the need for volunteers for the Social Committee.

A discussion concerning the District's Annual Townhall Meeting scheduling and activities will be tabled to the May 7, 2024, meeting.

G. Update on New Website (Director Kehoe)

Director Kehoe and Director DiBiasio did not have an update on a new website and will provide more information to the Board at the May 7, 2024, meeting. Director DiBiasio will include in the update the implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District to be implemented by July 1, 2024.

H. Pool and Clubhouse Report (Director DiBiasio)

1. Tesla's Charging Stations

Director DiBiasio stated Tesla has not gotten back to him concerning the costs of installing and operating charging stations and he will plan to update the Board at the May 7, 2024, meeting.

2. Pool/Electrical Room remediation

Director DiBiasio discussed the pool/electrical room damage from the pipe leaks. The damage from the pipe leaks included moisture in all walls and depending on wall either a 4' flood cut or the entirety of the drywall needing to be replaced in the pool/electric room, chemical storage room and bathroom. Reich Contracting was awarded the contract to replace drywall, ceramic tile, toilet, vanity and 3 heaters. The work should begin around March 18, 2024.

A discussion concerning MTech's contract and their lack of responsibility for the two of the three heaters found not to be working by Reich Contracting during its repair of the pipe leaks on January 23, 2024, was concerning. One of the two heaters is in the pool/electrical room, and one is in the bathroom. The Board decided to terminate their contract with MTech effective immediately.

The Board discussed making a claim for the pool/electrical room damage which is so far around \$9,000. The Board Instructed Teleos Management to process an insurance claim.

3. Update on Feasibility Study (enclosure)

Director DiBiasio updated the Board with the possibility of getting a coffee business to locate a mobile coffee cart in the clubhouse for five days a week. Director DiBiasio is asking for the District to accept a 10% revenue share. Director DiBiasio and the owner of the coffee company would like to include this topic on the upcoming homeowners' survey to determine level of interest. The discussion will be tabled until after the results of the survey are obtained.

IV. Management Report

A. Management Report January 10, 2024 to March 5, 2024

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

B. Discuss Bid on Shrub Replacement by Brightview

The Board discussed Brightview's proposal of \$14,405.27 to replace the dead shrubs throughout the community.

Following discussion, upon motion duly made by Director Kehoe, seconded by Director DiBiasio, upon vote and unanimously carried, the Board approved Brightview's proposal to replace the dead shrubs throughout the community, at a cost not to exceed \$15,000, as presented.

C. Discuss on Updating Reserve Study

The Board discussed contracting with a third-party company to do a reserve study and decided to table further discussions until 2025.

D. Discussion and Possible Update on Annual Meeting

The Board discussed possible dates for the upcoming Annual Meeting and decided on June 22, 2024, in person.

V. Legal Items

Ms. Mayers advised that she had sent a couple of covenant enforcement demands to residents.

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. No comments were received.

VII. OTHER BUSINESS

The Board directed Teleos Management to secure 3 bids to power wash and stain phase 2 common area fencing.

Community Manager Saunders updated the Board with the process of removing the dead tree, located on District property, north of 7817 Haleyville Court's backyard. Four tree removal companies have looked at the tree and surrounding area which has a

steep incline and only Davey Tree provided a bid. The other three companies declined to bid because of the steep incline and difficulty of removing the tree.

Mr. Saunders spoke with the homeowner at 7817 Haleyville Court and her home is currently for sale and is expected to be closed on March 26, 2024. She refused to allow tree companies to use her backyard due to the pending sale. She said she will provide Mr. Saunders the name of the new homeowner when she can.


VIII. CONTINUATION / ADJOURNMENT

With no further business having come before the Board, Director Kehoe adjourned the meeting at 7:36 p.m.

The foregoing minutes make up a true and correct copy of the record of proceedings of the regular meeting of the Board held on March 5, 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