

RECORD OF PROCEEDINGS

REGULAR MEETING OF THE BOARD OF DIRECTORS OF WHISPERING PINES METROPOLITAN DISTRICT NO. 1

HELD: Tuesday, February 23, 2021., via zoom meeting in light of the COVID 19 Pandemic.

ATTENDANCE:

A regular 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 the applicable statutes of the State of Colorado, with the following directors present and acting:

Kent Pedersen	(by videoconference)
Jeff Toussaint	(by videoconference)
Claude Selitrennikoff	(by videoconference)
Dale Hutchinson	(by videoconference)
David Collins	(by videoconference)

Also present by videoconference/phone: Tom George and Lisa Mayers, District Counsel, Spencer Fane LLP; John Simmons, District Accountant, Simmons and Wheeler; Angela Elliott, District Manager, and Don Cullen, Manager, Teleos Management Group; and, members of the public.

I. ADMINISTRATIVE MATTERS:

A. Call to Order:

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 6:38 p.m.

B. Disclosure of Potential Conflicts of Interest:

The Board noted that disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and with the Board of Directors of the District. Upon motion duly made, seconded, and unanimously carried, the Board directed that said disclosures be incorporated herein.

C. Review and Approve Minutes of the December 8, 2020 and December 21, 2020 Special Meetings:

The Board reviewed the minutes of the special meetings held by the Board of Directors on Whispering Pines Metropolitan District #1 on December 8, 2020 and December 21, 2020.

Director Toussaint corrected the December 8, 2021 minutes by correcting the homeowner's name commenting during public comment.

Following discussion and upon motion duly made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board approved the minutes of the special meetings held on December 8, 2020, as corrected, and December 21, 2020, and authorized the President to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

D. Approval of Agenda

Director Toussaint requested an additional item be added under Administrative Matters. Following discussion, upon motion duly made and seconded, upon vote and unanimously carried, the Board approved amending the Agenda, adding IE., Review and Bidding of Consultant Contracts, to the agenda.

E. Review and Bidding of Consultant Contracts:

Upon motion made by Director Toussaint, seconded by Director Hutchinson, upon vote and unanimously carried, the Board appointed Directors Selitrennikoff and Collins to review the consultant contracts for any purpose and to obtain bids for comparison.

II. FINANCIAL MATTERS:

A. Status of unpaid invoices/claims:

Director Collins noted the new Board was unaware of the unpaid invoices from 2018 until the District was served by Metco for nonpayment.

District Accountant Simmons noted that as of February 15, 2021 the District had approximately \$318,382 in cash and the District is holding approximately \$361,000 in checks (\$19.6K of operating expenses; \$334,485 in capital checks; and, \$7.5K for legal expenses on the litigation).

Lennar owes approximately \$119K to the capital fund; TriPointe and Shea each owe \$25,000 to the operating account; Lennar owes \$24,600 to the operating account (Guilford inclusion and Century Link). All three builders owe a total of \$12,501 of legal expenses that was allocated to capital fund. Expenses to date for legal litigation expenses total \$13,275 and it has not been determined who will reimburse the District for these expenses.

B. Review and Approve the Payment of Claims.

The Board reviewed the Payment of Claims, check #'s 2236 to 2265, for ratification and to release the payment of claims in the amount of \$19,604.85 for check #2266; 2267; 2268; 2269; 2270; 2278; 2279 and 2280.

Following discussion, on motion duly made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board ratified the above payment of claims and the current payment of claims.

Upon motion made by Director Toussaint, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board authorized the payment of check #2281 in the amount of \$2,278.33.

Director Toussaint wanted it noted in the minutes that the current bills owed are from December 2020 and all previous year bills have been paid.

Director Toussaint also discussed Teleos' limit of approval for expenses without Board approval is \$500 and asked what the limit should be for each Board member. No action was taken.

C. Financial Statement as of December 31, 2020:

District Accountant Simmons walked the Board through the financial statement as of December 31, 2020. The District has \$(14,964) deficit in the General Fund; \$-0-in the Capital fund and \$3,104,702 in the debt service fund as of December 31, 2020. The ColoTrust has a balance of \$396,583 from tax revenue.

District Accountant Simmons noted that in October the District had approximately \$72,000 in tax abatements that affects our year end cash and cash carry over in 2021. This amount affects our 2021 budget and also decreases property tax revenue of approximately \$61,000 to the District. He further discussed expense line items of landscaping, utilities and trash were over budget in 2020.

District Accountant Simmons discussed the District will need to amend the 2020 Capital Fund from \$2,055,889 to \$3,432,679.

Following discussion, upon motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board accepted the financial statements as presented.

D. 2020 Budget Review and 2021 Projections:

Director Collins discussed that when the homeowner Board was elected in 2020, the 2020 Budget was already adopted and there was no reserve account identified. The 2021 budget was approved assuming the District would have approximately \$8-9,000 cash on hand January 1, but as identified in the year end financials the District has a deficit. The taxes collected from homeowners do not fully fund the operating costs and builders were to fund the operating fund. However one builder has not paid as of this date. Basically our accounts are empty. The revenue will come in March, April and July from tax collections.

District Accountant Simmons discussed the key assumptions changed, the surplus of \$9,000 and less than \$18,000 in tax abatements and no funding from the developer.

Director Collins discussed the funding for dead tree replacements, mulch top dress that was included in the 2021 Budget, is going to be discussed with Board members and Finance Committee to discuss the impact for spending on some items and possibilities/options to raise fees to cover items. Director Collins further reminded the

Board, the Bonds cannot be called until 2022. At that time, the Board will be able to refinance the debt.

Director Collins engaged the discussion with the Board regarding the Capital Fund liabilities and offered 2 options: 1) most of the items are for the trail work and erosion work and withhold payment until developers fund their share; 2) fully pay the items; or 3) a hybrid of options 1 and 2.

Director Pedersen noted the individual payees and their work performed on the trail. Discussion followed on City of Aurora's numerous requests to redo work.

Following discussion, upon motion made by Director Collins, seconded by Director Hutchinson, the Board approved the payment of check #'s 2275, 2276 and 2277.

E. Discussion and possible action on modification of check approval procedure:

District Counsel George explained Boards that meet monthly pay bills monthly. When Boards do not meet monthly, payments are approved intermittently and ratified at the next Board meeting by the Directors after review. He further discussed the use of a software that allows all Board members to review the claims and designate 2 Board members to approve after review by all members.

Director Collins recommended 2-check signers and to employ bill.com. Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Touissant, upon vote and unanimously carried, the Board authorized using bill.com and Directors Collins and Toussaint have final approval of the claims.

Following discussion, upon motion made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved Director Collins and Director Toussaint as signers on the operating account held at 1st Bank.

III. DIRECTOR MATTERS:

A. Discussion and appointment of Director Hutchinson to chairmanship of the Design Review Committee:

Following discussion, upon motion duly made by Director Toussaint, seconded by Director Selitrennikoff, upon vote and unanimously carried the Board appointed Director Hutchinson to chairmanship of the Design Review Committee.

B. Financial Committee report (Director David) including 2021 DOLA COVID-19 Funding Status:

Director Collins discussed the Financial Committee is working on borrowed time that are large and reviewing contracts of vendors and consultants. The Finance Committee will also interview groups for refinancing the bonds and will make recommendations to the Board.

Director Selitrennikoff discussed the reason the Board did not budget for COVID funds in 2021: that the Division of Local Government would deem the District ineligible. The

District received funding in 2020 and have experience on how we operated and will discuss the needs for this year at the April meeting.

C. Buildout Committee report (Director Kent) including trail update, Filing 2 irrigation and possible metering, Filing 3 retaining wall updates, and S. Langdale Street Scape Update.

Director Pedersen provided that he does not have a specific date for completion, however City of Aurora has approved the slope erosion control, edges and railing, trails are connected and appears satisfied.

Director Toussaint asked when the trail is completed, the Board requests walk/inspection of completed project prior to District acceptance by 2 Board members and Teleos.

Director Pedersen discussed the Guilford project should be moving dirt/breaking ground mid-April.

A. Operations Committee report (Director Jeff) including Patio Villas update:

Director Toussaint discussed the following items:

- 1) The Board of Directors is comprised of 5 members and three seats are up for the May 2022 election. Late January of 2022, District Counsel will accept self-nomination forms.
- 2) Board meeting dates are on the website: www.whisperingpinesdistrict.com.
- 3) As soon as COVID 19 restrictions are lifted, the Board meetings will be held at the clubhouse. The Board will review the restrictions for the pool as we near the anticipated opening.
- 4) Heating elements were replaced at the clubhouse and there are some dead trees on the grounds of the clubhouse that need replacing.
- 5) Operation of the pool and clubhouse (pending any restrictions) will be discussed at the next Board meeting.

Director Toussaint inquired about the costs and number of repairs on fencing issues and was it just the 12 posts or is there structural damage.

Manager Cullen will provide the information and costs to Director Toussaint and Director Collins before any repairs are done.

Further discussion followed on the monument lights and landscaping. Director Toussaint discussed the Access Aurora app is an excellent resource should homeowners have concerns on City property.

B. Communications Committee report (Director Jeff):

Director Toussaint discussed the following items:

- 1) Board of Director letterhead will be used moving forward and not Teleos logo of Whispering Pines
- 2) Using eblasts for bulk of communication
- 3) In January, Teleos sent 23 letters out to homeowners who have not shared their email address: 12 responded; 3 have not; still short 8 emails for the entire community.
- 4) Website was cleaned up and reorganized. The Communications Committee has

some ideas to further improve.

C. Social Committee report (Director Jeff):

Director Toussaint thanked Kelly Ellis for her efforts on facilitating the Santa Ride in December.

He further discussed the Social Committee is looking forward to the lifting of COVID restrictions for the committee to organize events again.

D. Covenant Enforcement Committee report (Director Claude):

Director Selitrennikoff discussed the committee is composed of all homeowners to ensure the Covenants and Guidelines are enforced. He noted 8 homeowners complaining about lack of snow removal on private property. Eblast was sent out to the community reminding homeowners of their responsibilities after a snow storm.

E. Guidelines Revision Committee report (Directors Claude and Dale):

Director Selitrennikoff discussed the process for revisions has taken longer than expected and has been frustrating for all the volunteers. A survey was sent out earlier and now seeking input on the fencing guidelines.

Director Hutchinson discussed the negative complaints but the committee is working on the process to proceed faster.

F. Design Review Committee report (Director Dale):

Director Hutchinson discussed the Design Review Committee has approved 17 applications with 2 applications still in the process. The Committee has met 5 times this far and have met on site with applicants and also applicants completing their improvements. Director Hutchinson further discussed the challenges to the Design Guidelines for the larger lots.

G. Planning Committee report (Director Dale):

1. Discussion and possible action on approval of 2021 Landscape maintenance contract:

Director Hutchinson engaged in discussion with the Board on receiving 2 more bids and the Planning Committee and Teleos have met 3 times to discuss the bids and attended 2 meetings with the bidders. The Planning Committee did evaluations and prepared an excel worksheet comparing the bids and reviewed that and their recommendation with the Directors prior to the meeting.

The recommendation to the Board is to award the 2021 Landscape contract to BrightView in the amount of \$93,420.

Following discussion, upon motion duly made by Director Hutchinson, seconded by Director Toussaint, upon vote and unanimously carried, the Board approved the 2021 Landscape Contract with BrightView Landscape Services, Inc., subject to Legal Counsel review.

IV. LEGAL MATTERS:

A. Discussion and Possible Acceptance of Retaining Walls:

District Counsel George discussed the retaining walls throughout the community have been built and the District has a Master Licensing Agreement with City of Aurora for the maintenance of the walls.

District Manager Elliott indicated the walls have been walked and the District has the Engineering Certificates on the walls. Further discussion followed on the walls not being insured to date and once accepted they will be insured.

Director Collins directed District Manager Elliott to obtain a bid from Colorado Special District Pool Insurance and report back to the Board at the next meeting.

The acceptance of the retaining walls was tabled.

B. Other:

District Counsel George recommended to the Board to move into Executive Session, after public comment, pursuant to C.R.S. Section 24-6-402(4)(b) for the purpose of receiving legal advice on specific questions regarding litigation.

V. MANAGEMENT MATTERS

A. 2021 Posting Place (Manager Elliott)

Manager Elliott discussed Statute requires at a District's first meeting of the year, the District must designate the 24-hour Posting Location of meetings. The District's designated 24-hour Posting Location is on the website at: <https://www.whisperingpinesdistrict.com> twenty-four hours in advance. In the event that the District is unable to post notice on the District's website, the designated posting place will be the main gate to the Clubhouse at 8030 S. Sampson Gulch Road.

Following discussion, upon motion duly made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board approved the Designated 24-hour Posting Location on the website.

B. Clubhouse Rental to Non-Homeowners of the Community (Manager Elliott)

Manager Elliott discussed that they have received 2 requests from potential renters of the clubhouse that do not reside within the District boundaries.

Discussion followed on the fee to non-residents; waivers and releases. Discussion was tabled and the Board will seek neighborhood feedback.

C. Winter Watering (Manager Elliott)

Manager Elliott discussed the trees needing winter watering in the community due to the drought conditions. Keesen submitted an estimate for \$4600. BrightView also estimated \$850/day for a minimum of a 3 -day occurrence.

Director Collins will send the name of the company he uses for his personal residence and Manager Elliott will reach out to Davey Tree.

Upon motion duly made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, Manager is to send bids to Directors Hutchinson and Toussaint for approval of winter watering.

D. Request for Dog Station Site (Manager Elliott)

Manager Elliott received a request from a homeowner for a new dog station on Sampson Gulch and S. Jackson Gap. Director Toussaint said he was approached by the Board of Patio Villas for a pet station at the same location.

Manager Elliott recommended the Planning Committee walk the community and discuss possible locations for 2022 dog stations as they are not in the 2021 budget.

E. Century Link Update (Manager Elliott)

Manager Elliott said Century Link is done with construction but still has some loose ends to finish and will let management know when we can notify Century Link for the internet service and activation of cameras.

Director Selitrennikoff directed Manager Elliott to find out if the cameras are pointing into the parking lots and report back.

F. Trash Removal Bids (Manager Cullen)

Manager Cullen discussed the bids received for trash service at Whispering Pines. The Board directed Manager Cullen to prepare a bid sheet with same number of homes on each bid and send updated information to Director Hutchinson.

G. Update on Street Lighting (Manager Cullen)

Manager Cullen met with electrician on site and the 24 ft. tall monument will cost \$420 for time and material. The company will also charge us for evaluation for the large monument and smaller monuments throughout the community. He further discussed some of the small monuments are missing frosted plexiglass or tops and the monuments at the clubhouse do not have lights.

Discussion followed that the lights all need to be the same, illumination is different and not consistent throughout.

Director Collins wants all costs before proceeding.

H. Clubhouse Pool Room Leak Update (Manager Cullen)

The bubble line leak has been located under the pool deck. The bubble line is for aesthetics and can be capped off and wall in the pool room repaired to cover exposed bubble line. No action was taken.

VI. PUBLIC COMMENT:

Homeowner J. Gibbons discussed her concerns regarding her application submitted for her estate lot and asked to the Board to consider their specifications.

Homeowner J. Williams discussed the district budget is a disaster and everything needs to be scrutinized and previous board needs to be held accountable.

Homeowner J. Kearns encouraged the Board to engage in social media Nextdoor for interactive communications.

Homeowner J. DiBiasio asked that the mowing of natural grass areas stop.

VII. EXECUTIVE SESSION:

Upon motion made by Director Selitrennikoff, seconded by Director Toussaint, and upon vote unanimously carried, the Board entered into Executive Session pursuant to C.R.S. Section 24-6-402(4)(b) for the purpose of receiving legal advice on specific questions regarding litigation at 9:28 p.m.

Upon motion made by Director Selitrennikoff, seconded by Director Collins, and upon vote and unanimously carried, the Board closed the Executive Session. No action was taken during the Executive Session.

VIII. OTHER BUSINESS:

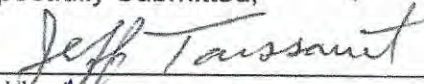
Upon motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, the Board approved the payment of check #2282 in the amount of \$34,163.75.

IX. ADJOURNMENT:

There being no further business to come before the Board of Directors at this time, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 10:36 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on February 23, 2021 was approved by the Board of Directors of the Whispering Pines Metropolitan District No. 1.

Respectfully Submitted,



President



Secretary for the Meeting

RECORD OF PROCEEDINGS

REGULAR MEETING OF THE BOARD OF DIRECTORS OF WHISPERING PINES METROPOLITAN DISTRICT NO. 1

HELD: Tuesday, April 27, 2021, via Zoom meeting in light of the COVID 19 Pandemic.

ATTENDANCE:

A regular 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 the applicable statutes of the State of Colorado, with the following directors present and acting:

Kent Pedersen	(by videoconference)
Jeff Toussaint	(by videoconference)
Claude Selitrennikoff	(by videoconference)
Dale Hutchinson	(by videoconference)
David Collins	(by videoconference)

Also present by videoconference/phone: Lisa Mayers, District Counsel, Spencer Fane LLP; John Simmons, District Accountant, Simmons and Wheeler; Angela Elliott and Don Cullen, District Managers, Teleos Management Group; members of the public.

I. ADMINISTRATIVE MATTERS:

A. Call to Order:

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 6:32 p.m. After calling the meeting to order, Chairman/President Pedersen turned the meeting over to District Counsel L. Mayers to run the meeting.

Discussion followed on moving Public Comment (Section VI.) to the beginning of the meeting as I.D (following approval of previous meeting minutes). Upon motion made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, VI. Public Comment, was moved to I.D.

B. Disclosure of Potential Conflicts of Interest:

The Board noted that disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and with the Board of Directors of the District. Upon motion duly made, seconded, and unanimously carried, the Board directed that said disclosures be incorporated herein.

C. Review and Approve Minutes of the February 23, 2021 Regular Meeting:

The Board reviewed the minutes of the regular meeting held by the Board of Directors on Whispering Pines Metropolitan District #1 on February 23, 2021. Director Toussaint discussed errors in Section II.C 3 line; II.D 3rd line; and III.E second sentence.

Following discussion and upon motion duly made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board approved the minutes of the regular meeting held on February 23, 2021, as corrected, and authorized the President to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

D. Public Comment:

Homeowner J. Gibbons discussed her attendance for item VII, request for variance on pickle ball court.

Homeowner B. Tibbetts announced his recent purchase in the community and had questions regarding: a) the best way to bring issues to District. The Board replied to Mr. Tibbetts to email the Board member directly that is in charge of his area of concern; and b) how does his wife, Tracey, get involved in the financial aspect of the District. Director Collins invited Mrs. Tibbetts to contact Director Collins directly.

II. FINANCIAL MATTERS:

A. Review and ratify the payment of claims:

Director Collins discussed the District has implemented the software Bill.com and Directors Collins and Toussaint are reviewing the claims semi-monthly. He further noted that all operating and builder expense have been invoiced and processed for payment.

The Board reviewed the Payment of Claims, check #'s 3001 – 3028 in the amount of \$313,700.60 and check #'s 3029 – 3039 in the amount of \$34,185.93 for a total of \$347,886.53.

Following discussion, on motion duly made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board ratified the above payment of claims in the amount of \$347,886.53.

B. Financial Statement as of March 31, 2021:

District Accountant Simmons walked the Board through the financial statement as of March 31, 2021. The District has \$59,000 in the operating account in the General Fund; \$256 in the Capital fund (which is interest income) and \$3,787,870 in the debt service fund as of March 31, 2021. The ColoTrust has a balance of \$146,217 from tax revenue for debt service.

District Accountant Simmons further discussed that he is looking into about \$27K on reimbursement expense and will resolve within the next few weeks. District Accountant Simmons noted the District has collected almost one-half of our taxes collected in April.

Following discussion, upon motion duly made by Director Toussaint, seconded by Director Collins, upon vote and unanimously carried, the Board accepted the financial statements as presented for the period ending March 31, 2021.

C. Conduct Public Hearing and consider Resolution regarding the proposed Amendment to the 2020 Capital Fund Budget:

Upon motion made, seconded, and upon vote unanimously carried, the Board opened the public hearing on the proposed amendment to the 2020 Capital Fund Budget.

It was noted that publication of the budget hearings was made in a newspaper having general circulation within the District as required by law. No written objections were received prior to this public hearing and meeting.

District Accountant Simmons presented the Resolution to amend the Capital Fund Budget for 2020 from \$2,100,000 million to \$3,500,000 due to the Guilford Inclusions.

There being no further comments, upon motion made, seconded, and upon vote unanimously carried, the public hearing was closed.

Following discussion, upon motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the District adopted the Resolution to Amend the 2020 Capital Fund Budget as noted above.

D. Banking Team Report:

Director Toussaint noted the goals of the Board were to have homeowners sign the checks; and, to shorten the process of getting invoices paid. The process for check approval is: vendor invoices go to Management for review and then two times a month, Management sends invoices to District Accountant who uploads the invoices to Bill.com for approval by the 2 Board members, Directors Toussaint and Collins. Management will process invoices on the 10th and 25th of each month moving forward.

Developer invoices go directly to District Accountant accompanied by contribution by the Developers and input into Bill.com. and again approved by Directors Toussaint and Collins.

District Accountant Simmons discussed that tax revenue comes from ColoTrust and is transferred to the District with no wire fees.

E. Acknowledge and Accept the resignation of Simmons and Wheeler effective May 31, 2021.

Director Collins discussed receiving the resignation of Simmons and Wheeler but has discussed with Simmons and Wheeler and the Board to extend their resignation until another company is hired. The Board is currently reviewing companies and District Counsel Mayers will poll the Board for approval of a new accounting firm. The new accounting firm will be ratified at the June meeting.

Upon motion made, seconded, upon vote an unanimously carried, the Board acknowledged and accepted the resignation of Simmons and Wheeler and will ratify new accounting firm at June meeting.

III. LEGAL MATTERS

A. Discussion and possible acceptance of retaining walls:

District Counsel Mayers and Manager Elliot discussed all walls have been inspected by civil engineers.

Discussion followed on insurance that the walls are automatically insured because they are within the boundaries of the District, but not insured should a car hit and damage the walls.

The walls located near the roundabout fall in the possibility of being hit and damaged by vehicles and Director Pedersen will provide Manager Elliott with the lineal feet of insuring that segment of the retaining walls and get a quote from Colo. Special District Pool.

Following discussion, upon motion duly made by Director Selitrennikoff, seconded by Director Toussaint, upon vote and unanimously carried, the Board accepted the 16,415 lineal feet of retaining walls but those walls in the right-of-way on Sampson Gulch the Board Directed Manager to get a quote from the insurance company, should a car damage the walls.

B. Discussion of Insurance for retaining walls:

Discussed above.

C. Discussion and possible action regarding ongoing District legal proceedings and related legal matters:

District Counsel Mayers discussed the lawsuit with Metco Landscaping has been settled and this action needed to be ratified. The Settlement Agreement goes to the Court and the District will reach out for legal fees, accounting fees and management fees to be reimbursed to the District.

Director Collins discussed a Demand Letter will be sent to Shea Homes for reimbursement of all fees, as the builder failed to make timely payments on its pro-rata share to contribute funds to the District in a timely matter.

Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Metco Lawsuit Settlement Agreement was ratified.

IV. DIRECTOR MATTERS

A. Financial Committee report (Director Collins):

Director Collins discussed the Planning Committee has saved 5% in the trash contract for 2021 and some discounts in the 2021 landscaping contract. There are still some discretionary items needing consideration and the District is still on a tight budget. The committee is not sure if we have \$\$ for tree and mulch replacement this year as we had a shortage of \$28K going into 2021 and had budgeted for \$50K contribution from the developers/builders who have declined to make any contributions in 2021.

B. Buildout Committee report (Director Pedersen):

Director Pedersen discussed 1) the majority of the trails are completed but still have some concrete work and retaining walls to be completed; 2) Metco is doing some lighting swaps; 3) as-builts are being completed and hopefully finished within 45 days. Director Pedersen will check with City of Aurora if any dog stations are to be located along the trail, per the request of Director Hutchinson who noted the trail system has a lot of trash and pet waste throughout.

Director Pedersen discussed building should begin soon on the Guilford parcel but still waiting for City of Aurora approved plans.

C. Operations Committee report (Director Toussaint):

Director Toussaint discussed if Brightview has set mowing dates. Management will follow up, but none to date.

Director Toussaint also confirmed with Manager Elliott that the snow removal contract will be approved in August; pet stations are tabled until 2022; and confirming that Management is looking into the clubhouse fireplace not currently functioning.

Director Toussaint further asked Management to look into setting up a Zoom account through Teleos for the use of the Board members. Manager Elliott will check into the service and plans offered.

D. Communications Committee report (Director Toussaint):

Director Toussaint discussed the Communications Committee meeting on changes to the website with Management. The Committee is working on getting the content improved and the graphics enhanced.

E. Social Committee report (Director Toussaint):

Director Toussaint thanked J. Elliott on starting up the Food Trucks again; the members are meeting in May for brainstorming social events for 2021.

F. Covenant Enforcement Committee report (Director Selitrennikoff):

Director Selitrennikoff discussed nobody likes to be told what to do, but all homeowners signed and are subject to the governing documents. The Covenant Enforcement Committee is comprised of volunteer homeowners working in the best interests of compliance with the documents. The Committee has directed Management to send letters out on fence painting.

G. Guidelines Revision Committee report (Directors Selitrennikoff and Hutchinson):

Director Selitrennikoff mentioned the composition of the committee is again volunteer homeowners and any changes approved will not be retroactive. Drafts of changes to some sections of the design guidelines were sent out to all homeowners for their input. All final draft revisions were then sent to District Counsel for review.

Director Selitrennikoff discussed the revised guidelines for Fences (Section 2.22) still requiring approval and to be installed on homeowner property unless accompanied by a written agreement between both property owners to be placed on the lot line. All fences

must be constructed in accordance with Exhibit A and further definition of where 6' privacy fences are allowed. He further mentioned the paint is now available at stores other than Sherwin Williams retailers.

Following discussion on wing fences, upon motion made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the revision to Section 2.22 Fencing guidelines.

Further recommendation for revision was Section 2.37 Trash containers, allowing containers to be placed on curbside after 4 pm the evening before and stored by 9:00 am the following day. Containers must be stored out of sight at all other times; containers must be kept in a clean and sanitary condition.

Upon motion made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the revised guidelines to Section 2.37 on Trash containers.

Director Selitrennikoff discussed the revisions on sheds and basketball hoops were sent to homeowners for input; however, it was clear from input received back that larger lots want different guidelines and need Board input on the larger lots.

H. Design Review Committee report (Director Hutchinson):

Director Hutchinson thanked the committee and noted they have met 4 times since the last Board meeting and processed 23 applications: 12 approved; 5 conditionally approved; 3 returned for more information; 3 rejected or denied.

1. Acknowledge and accept resignation of Michele Miller: Director Hutchinson expressed his gratitude for M. Miller's dedication to the design committee. Following discussion, upon motion made by Director Toussaint, seconded by Director Selitrennikoff, the Board acknowledged and accepted the resignation of Michele Miller.

I. Planning Committee report (Director Hutchinson)

Director Hutchinson thanked his committee and noted there was nothing to report as of this date.

J. Consultant Evaluation Team report (Directors Selitrennikoff and Collins)

Director Collins noted he and Director Selitrennikoff are busy working on evaluating and interviewing various companies for District Accountant position and have narrowed it down to two firms: Community Resource Services and Wolfenberg LLC. Looking at comparable costs but need cash flow statements on a regular basis instead of quarterly.

Director Selitrennikoff discussed the final two firms do more than just accounting but at this point the Board is just looking at accounting and will address other features in the Fall.

Further discussion followed on the need to address guidelines for the larger lots and the

Board will need to hold a study session to discuss the options as the current guidelines are based on 4 distinctive lot sizes and the applicable minimum vegetation requirements.

District Counsel Mayers said the study session for discussion purposes only can be held, with same posting requirements, and someone needs to take notes during the session.

K. Committee Appointees (Director Toussaint):

Director Toussaint moved to appoint/remove the following homeowners from/to committees: Buildout Committee: remove Dan Galasso; CEC: appoint Don Cullen (non-voting member); DRC: appoint Don Cullen (non-voting member); Finance Committee: appoint Dan Galasso and John Williams; Guidelines Revision Committee: appoint Chris Anders, Rita Cuthbertson, Kelly Ellis and Alexis Harvey; Social Committee: appoint: Tawnya Jaeger (Co-Chair, Janet Elliott (CO-Chair), Kathy Buck, Kathy Baker, Wendy Collins, Rita Cuthbertson, Julie Feichtinger, Laura Hinton, Pam Kelly, Linda Kennedy, Jo Lundy, Jeanne Pesusich, Shannon Pietrus, Elizabeth Rothman, Gwen Stanton, Tracey Tibbetts and Barb Toussaint.

Upon motion made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved to appoint and remove those homeowners to the applicable committees mentioned above.

L. Discussion and election of Board Officers (Directors Toussaint and Selitrennikoff):

Director Pedersen discussed that Lennar's work is coming to an end and that he would like to step down from the office of President. Director Selitrennikoff thanked Director Pedersen for his service as President.

Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, Director Toussaint was elected as President and Director Pedersen as Executive Vice-President.

V. MANAGEMENT MATTERS

A. Clubhouse Rental to Non-Homeowners of the Community (Manager Elliott):

Manager Elliott requested this item to be tabled until feedback from homeowners was received.

B. Deep Root Fertilization (Manager Elliott):

Manager Elliott discussed the bids for deep root fertilization. Davey recommended the procedure before June or as soon as possible. She further discussed the process of the application.

Upon motion duly made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board approved the bid by Davey Tree Company for deep root fertilization.

C. Century Link Update (Manager Elliott):

Manager Elliott said Century Link is done and ready to hook up for usage. To purchase

the modem is \$200; \$100 per month fee plus E-Tek's time for getting the cameras in sync with IPS. Manager noted that she will know and confirm the camera directions of filming the parking lots and report back.

Upon motion made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board approved the costs for the IPS at the clubhouse.

D. Pool Bids and Monitoring (Manager Elliott):

Manager Elliott discussed the pool maintenance bid with Clean Pools was approved last October, but the monitoring was not.

Manager Elliott discussed the procedure for COVID monitoring as of this date and at the present time: there are no restrictions on occupancy, thus no reservation system; bathroom will be open by the pool, but keep the clubhouse closed; and only frequent cleaning of surfaces (such as bathroom; railings and furniture) would be sprayed only when not occupied.

Director Selitrennikoff discussed the District was reimbursed for COVID expenses last year and the District specifically did not budget this year otherwise the District would not be eligible for reimbursement. At this point it is not clear if DOLA will be reimbursing for COVID expenses in 2021.

Director Collins noted that if DOLA funds are not available this year, the homeowners will have to be assessed for the extra expenses of monitoring the pool during COVID restrictions.

Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board approved the monitoring contract with Clean Pools in the amount of \$15,907 in addition to the pool maintenance contract. It was noted that if pool furniture needs to be cleaned every hour, the furniture will be stored again in 2021 and homeowners are to provide their own pool furniture.

E. Trash Removal Bids (Manager Cullen):

Manager Cullen discussed the bids received for trash service at Whispering Pines enclosed in meeting packet.

Following discussion, upon motion duly made by Director Hutchinson, seconded by Director Collins, upon vote and unanimously carried, the Board approved the trash contract with Waste Management.

F. Update on Street Lighting (Manager Cullen):

Manager Cullen discussed the large monument is working and the remaining 6 small monuments are not (4 are needing panels), and the cost to replace and repair the smaller monuments is \$300-500 each.

Discussion followed on the lighting throughout the community is a safety issue. Following

discussion, upon motion made by Director Selitrennikoff, seconded by Director Collins, Manager Cullen is to have the monuments repaired at cost not to exceed \$500 each.

G. Hot water heater in Clubhouse (Manager Cullen):

Manager Cullen presented the bids on the replacement of the hot water heater in the Clubhouse included in the meeting packet.

Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board approved the bid from Kerwin Plumbing and Heating to replace the hot water heater.

H. Fence Repairs (Manager Cullen):

Manager Cullen discussed the various bids on the fence repairs and specific problems identified by the contractors such as age of fence and erosion. Manager Cullen will send Director Pedersen the list of fences and identified issues.

This matter is tabled.

VI. PUBLIC COMMENT:

Discussed above.

VII. APPLICATION ON REQUEST FOR VARIANCE ON PICKLEBALL COURT SIZE:

Applicant was present for variance request. Mrs. Gibbons reviewed the following timeline:

- 12/10/20 – Derek & Jennifer Gibbons, 8001 S. Langdale Way (Estate/Custom lot - 22,331 SF)
 - Submit DRC application for a 25' X 60' (1,500 SF) Pickle Ball Court.
 - Application is **Denied** - citing Design Guideline 2.41, maximum Sport Court size of 625 SF violation.
 - Recommend they consider a 20' X 44' (880 SF) court with a clay/AstroTurf perimeter
- 1/12/21 – Committee receives a revised application for 30' X 54' (1,620 SF) sports court
 - Sports Court includes a Basketball Hoop at mid-court on one side
 - Application is **not** forwarded to DRC by Chairman as initial Guideline violation has not been addressed and this application contains other Design Guideline violations.
- 2/24/21 – DRC members (2) do a site visit; explain DRC review/approval and Design Guideline variance process.
- 2/25/21 – Derek & Jennifer Gibbons request the Board of Directors review/approve a variance of the Design Guidelines for their current Application that consists of:
 - A Pickle Ball Court of 30' X 60' (1,800 SF) but would settle for 30' X 56' (1,680 SF)
 - A tile surface using Rubber Flooring Inc. brand tiles in sport green
 - Screening to include 7 each 6' Ponderosa pines

- A 20' to 30' long retaining wall not higher than 3'

The Design Review Committee recommends the following to the Board of Directors:

To approve a 25' X 60' (1,500 SF) Pickle Ball court on their ½ acre lot.

- The construction of a 20'- 30' long retaining wall varying in height from 1' to 3' and built with blocks similar to those existing in their landscape.
- To screen the court by planting 7 each 6' Ponderosa pines - 5 along the southwest Property Line and 2 northeast of the court.
- The court will have no lights or perimeter fencing.

The Board thanked the Gibbons for their presence at the meeting and their request for a variance. The Gibbons will receive the form of the variance by the Board in writing.

Director Hutchinson proposed the Board convene a Study Session to adopt a philosophy or policy for these and other issues currently facing the District with these larger or estate lots.

District Counsel Mayers recommended to the Board to move into Executive Session, after public comment, pursuant to C.R.S. Section 24-6-402(4)(b) for the purpose of receiving legal advice on specific questions regarding litigation.

VIII. EXECUTIVE SESSION:

Upon motion made by Director Toussaint, seconded by Director Collins, and upon vote unanimously carried, the Board entered into Executive Session pursuant to C.R.S. Section 24-6-402(4)(b) for the purpose of receiving legal advice on specific questions regarding litigation.

Upon motion made, seconded and upon vote and unanimously carried, the Board closed the Executive Session. No action was taken during the Executive Session.

IX. OTHER BUSINESS:

Director Toussaint inquired on the authority on the Alabado variance. Manager Cullen discussed he will perform a site inspection on their completion and issue a formal acceptance of their variance.

District Counsel Mayers discussed the amounts of plaintiff's counsel fees and damages are being negotiated by the Districts defense counsel.

X. ADJOURNMENT:

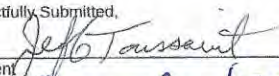
There being no further business to come before the Board of Directors at this time, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 10:26 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on April 27, 2021 and was approved by the Board of Directors of the

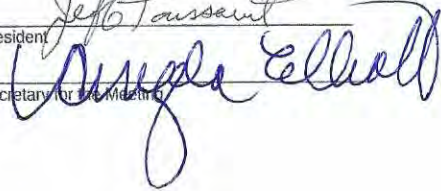
motion duly made, seconded, and unanimously carried, the meeting was adjourned at 10:26 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on April 27, 2021 and was approved by the Board of Directors of the Whispering Pines Metropolitan District No. 1.

Respectfully Submitted,



President



Secretary for the Meeting

RECORD OF PROCEEDINGS

REGULAR MEETING OF THE BOARD OF DIRECTORS OF WHISPERING PINES METROPOLITAN DISTRICT NO. 1

HELD: Tuesday, June 22, 2021, via Zoom meeting in light of the COVID 19 Pandemic.

ATTENDANCE:

A regular 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 the applicable statutes of the State of Colorado, with the following directors present and acting:

Jeff Toussaint	(by videoconference)
Kent Pedersen	(by videoconference)
Claude Selitrennikoff	(by videoconference)
Dale Hutchinson	(by videoconference)
David Collins	(by videoconference)

Also present by videoconference/phone: Lisa Mayers, District Counsel, Spencer Fane LLP; Diane Rodriguez and Phyllis Brown, District Accountants, Colorado Resource Services of Colorado; Angela Elliott and Don Cullen, District Managers, Teleos Management Group; members of the public.

I. ADMINISTRATIVE MATTERS:

A. Call to Order:

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 disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and with the Board of Directors of the District. Upon motion duly made, seconded, and unanimously carried, the Board directed that said disclosures be incorporated herein.

C. Ratify the Agreement to Provide Accounting Services by and between Whispering Pines Metropolitan District No. 1 and Community Resource Services of Colorado, LLC.
Following discussion, on motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board ratified the Agreement to Provide Accounting Services by and between Whispering Pines Metropolitan District No. 1 and Community Resource Services of Colorado, LLC.

D. Review and Approve Minutes of the April 27, 2021, Regular Meeting:

The Board reviewed the minutes of the regular meeting held by the Board of Directors on Whispering Pines Metropolitan District No. 1 on April 27, 2021.

Following discussion and upon motion duly made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the minutes of the regular meeting held on April 27, 2021, and authorized Director Toussaint to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

II. **PUBLIC COMMENT**: No comments

III. **FINANCIAL MATTERS**:

A. **Review and ratify the payment of claims**:

The Board reviewed the Payment of Claims, check #'s 3047 – 3053 totaling \$17,441.78 plus \$320 to comfort services for clubhouse cleaning totaling \$17,761.78, have been submitted and approved.

Following discussion, on motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board ratified the above payment of claims in the amount of \$17,761.78.

B. **Review and accept the revised December 31, 2020, financials**:

Director Collins discussed the December year end financials were revised due to Developer reimbursables and recommended a motion to approve pending Directors Collins' and Toussaint's review of the revised financial statement.

Following discussion, on motion duly made by Director Collins, seconded by Director Toussaint, upon vote and unanimously carried, the Board ratified the revised December 31, 2020, financials subject to their review.

C. **Financial Statement as of March 31, 2021**:

Tabled for Directors Collins and Toussaint review.

D. **Review and approval of the 2020 Audit**:

District Accountant Rodriguez is working with Simmons & Wheeler on the 2020 audit and once the draft is done CRS will circulate the audit to the Board. Ratification of the final audit will be at August meeting.

E. **Banking**:

Director Toussaint discussed the claims are being reviewed and paid two times a month in hopes of shortening the processing time.

IV. **LEGAL MATTERS**

A. **Ratification of Insurance for Retaining Walls**:

Following discussion, upon motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board ratified the annual payment of \$89 and inclusion of the 305 lineal feet of retaining wall to the District property and liability insurance with Colorado Special Districts Pool.

B. Discussion and possible action regarding ongoing District legal proceedings and related legal matters: District Counsel Mayers will forward the final Settlement Agreement of Penderey vs. Whispering Pines Metropolitan District No. 1 for review and pending Board and Legal Counsel approval.

Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board accepted the revised guidelines to Signs and Flags as written.

Following discussion, upon motion made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board approved the Settlement Agreement of Penderey vs. Whispering Pines Metropolitan District No. 1, subject to Board and Legal Counsel review.

Further discussion followed the District has a \$1,000 deductible; however, the District will we have to pay all of Spencer Fane's invoices for the ACLU lawsuit.

District Counsel Mayers discussed the Metco lawsuit is fully settled and waiting for Shea Homes to reimburse for approximately \$30K.

C. Legislative Update: SB 21-262 Special District Transparency; HB 21-1278 Electronic Meetings.

District Counsel Mayers summarized the proposed bill:

1. Districts are required to provide the call for nominations in 1 of 5 ways: publication; mailing; inclusion in newsletter or billing statement; posting on a website; or physically posting.
2. Districts organized after January 1, 2000, are required to set up and maintain a website by January 1, 2022.
3. Districts organized after January 1, 2000, are required to file an annual report by September 1 for preceding year.
4. Provide homeowners with a disclosure notice including anticipated fee and tax amounts to newly constructed residences.
5. Prohibition of Dominant eminent domain powers without written resolution from jurisdiction which the property to be condemned is in.

District Counsel Mayers discussed the bill will be effective September 2021.

District Counsel Mayers discussed HB21-1278 approved and allows districts to continue electronic meetings.

SB21-1025 is an amendment to the Open Records Act, allowing Board members to communicate for nonsubstantive emails that do not relate to the substance of public business and is to be in effect September 6, 2021.

V. DIRECTOR MATTERS

A. Finance Committee report (Director Collins):

Director Collins discussed the Board changed accounting firms and 90% of the transition is completed. Simmons & Wheeler agreed to work through the transition at no extra fees and will continue for the next 2-3 months if needed.

Director Collins will spearhead the review of the 2020 draft audit and if any Board members have questions, please reach out to Director David.

Director Collins reported the Finance Committee has met and looking at the operating, debt budgets and reserve needs. They will review the tax bill and refinancing in 2022 and how to fund the needs of the community through options other than tax revenue. The committee will meet in July and schedule a study session.

B. Buildout Committee report (Director Pedersen):

Director Pedersen discussed Lennar is still working on the trail relative to the small retaining wall and erosion control. Lennar also is wanting to resolve all landscaping issues in July.

Director Pedersen discussed the Guilford plans still not approved and cannot give a date.

C. Operations Committee report (Director Toussaint):

Director Toussaint discussed all issues/concerns observed are forwarded to Teleos for handling. Snow removal contract will be sent out to the Board in August. Director Collins asked if the contract can have a clause that all snow removal damage to sprinkler heads be at the cost of the snow removal company. He also requested the District get another bid for comparison.

D. Communications Committee report (Director Toussaint):

Director Toussaint discussed the committee is shooting for a newsletter out by end of July and all Board members and Management are requested to send any articles in by mid-July.

E. Social Committee report (Director Toussaint):

Director Toussaint discussed the Social Committee has been holding food truck nights, trash day, Bunco nights and a July 4th parade.

F. Covenant Enforcement Committee report (Director Selitrennikoff):

Director Selitrennikoff discussed the CEC has met several times and 25 homeowners have been sent notices for trash storage containers in viewing site; 11 need to paint fences and some homeowners that still need to install landscaping.

1. Consider approval of negotiated variance of 25191 E Nova Place backyard. Director Hutchinson, through negotiations, the homeowners removed 400 s.f. of concrete and Manager Cullen and Director Hutchinson performed a walk after the work was completed and verified all requirements had been completed.

Upon motion made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the negotiated variance of 25191 E.

Nova Place.

G. Guidelines Revision Committee report (Directors Selitrennikoff and Hutchinson):

Director Selitrennikoff discussed Exhibit A-1 that identifies 31 estate lots in Filing 4 containing 15,000 s.f. or greater. A study session was held to discuss basketball hoops; sheds and play equipment for the estate lots. The revised guidelines were sent to Legal Counsel for approval.

1. Review and consider adoption of Revised Design Guidelines.

Following discussion, upon motion made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the revised guidelines relative to estate lots only (31) on Basketball hoops; sheds and play equipment.

Following discussion, upon motion made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the revised guidelines relative to firepits and chimineas for the entire community.

H. Design Review Committee report (Director Hutchinson):

Director Hutchinson discussed the committee met 4 times since the last Board meeting. The committee received 32 applications: 20 approved; 9 conditionally approved and 3 waiting to receive more information.

1. Ratify approval of variance for 8001 S Langdale Way sports court.

Upon motion made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board approved the variance for the sports court located at 8001 S. Langdale Way.

Director Hutchinson moved to appoint Ryan Whitaker to the Design Review Committee as the replacement of Michele Miller, seconded by Director Toussaint, upon vote and unanimously carried, R. Whitaker was appointed to the committee.

I. Planning Committee report (Director Hutchinson) - No report.

VI. MANAGEMENT MATTERS

A. Clubhouse: Clubhouse rentals to non-residents was tabled. Manager Elliott was asked to modify the sandwich boards to indicate the clubhouse is closed for private event only not the pool.

B. Pool: Manager Elliott discussed problems at the pool that have been resolved to date. The Bubbler line is more than aesthetics and is what causing the bridge walk to appear murky. The pool deck and clubhouse deck will need to be closed off during repairs. Manager Elliott is waiting for response from Waner Construction as to date after Labor Day for repairs.

C. Other: Manager Cullen discussed the Wi-Fi is enabled at the clubhouse and cameras are up and running. The modem for Wi-Fi is in the clubhouse, therefore the further away you are from the modem the less ability to access the clubhouse Wi-Fi. The password will be given to renters.

Manager Cullen further discussed the instant hot water heater was replaced and the leak in the bathroom is scheduled for repair. Once it is fixed the cabinet will be replaced and the mold dealt with.

Also, a reminder that drip line systems are allowed to run during the day, and are not a violation of City of Aurora's restrictions.

Manager Cullen further discussed the monument lights have been replaced and all were working at a survey done this past Sunday.

Manager Cullen is working with Director Pedersen on the fence repairs and is also on Lennar's list of items to review.

VII. PUBLIC COMMENT:

Homeowner John Williams discussed that an eblast needs to be sent out for pet owners to have their dogs leashed and to clean up after their pets.

Homeowner Jean Corriveau noted that the monument light at Langdale is not working. Also inquired about the pool bathroom and damage from the leak.

Homeowner (unidentified) asked if flashing crosswalks were something the Board could add or does it have to go through City of Aurora. Board member replied that it is designated by City of Aurora.

Homeowner Nate Nowlan expressed frustration that the GRC was misinterpreting the COA guidelines with fire pits and expressed that the GRC was continually using their authority to modify guidelines and covenants without regard of the community.

VIII. OTHER BUSINESS:

The Board discussed in person meetings or a hybrid of virtual and in person. Further discussion followed on the abilities of the clubhouse for projection and the noise level. Director Toussaint and Manager Elliott will work on a location and a solution for the August meeting.

IX. ADJOURNMENT:

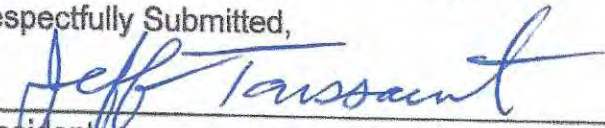
There being no further business to come before the Board of Directors at this time, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 8:29 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on June 22, 2021 and was approved by the Board of Directors of the

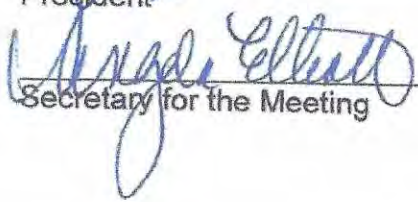
Whispering Pines Metropolitan District No. 1
June 22, 2021

Whispering Pines Metropolitan District No. 1.

Respectfully Submitted,



President



Secretary for the Meeting

RECORD OF PROCEEDINGS

REGULAR MEETING OF THE BOARD OF DIRECTORS OF WHISPERING PINES METROPOLITAN DISTRICT NO. 1

HELD: Tuesday, August 24, 2021, via Zoom meeting in light of the COVID 19 Pandemic.

ATTENDANCE:

A regular 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 the applicable statutes of the State of Colorado, with the following directors present and acting:

Jeff Toussaint	(by videoconference)
Kent Pedersen	(by videoconference)
Claude Selitrennikoff	(by videoconference)
Dale Hutchinson	(by videoconference)
David Collins	(by videoconference)

Also present by videoconference/phone: Lisa Mayers, District Counsel, Spencer Fane LLP; Diane Rodriguez and Phyllis Brown, Colorado Resource Services of Colorado, District Accountant; Angela Elliott and Don Cullen, District Managers, Teleos Management Group; members of the public.

I. ADMINISTRATIVE MATTERS:

A. Call to Order:

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:

The Board noted that disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and with the Board of Directors of the District. Upon motion duly made, seconded, and unanimously carried, the Board directed that said disclosures be incorporated herein.

C. Review and Approve Minutes of the June 22, 2021, Regular Meeting:

The Board reviewed the minutes of the regular meeting held by the Board of Directors on Whispering Pines Metropolitan District No. 1 on June 22, 2021. Director Toussaint corrected that District Accountants present at meeting was not Simmons & Wheeler, but CRS of Colorado.

Following discussion and upon motion duly made by Director Hutchinson, seconded by Director Collins, upon vote and unanimously carried, the Board approved the minutes, as corrected, of the regular meeting held on June 22, 2021, and authorized Director Toussaint to execute the minutes as constituting a true and correct record of the

proceedings of the meeting.

D. Discuss potential return to In-Person Meetings.

Following discussion, the Board meetings will remain by teleconferencing until further notice.

II. FINANCIAL MATTERS:

A. Review and ratify the payment of claims:

The Board reviewed the Payment of Claims, check #'s 3054 – 3100 totaling \$354,383.95 have been submitted, approved and paid.

Following discussion, on motion duly made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board ratified the above payment of claims in the amount of \$354,383.95.

B. Review and accept the June 30, 2021 financials:

District Accountants presented the June 30, 2021, financial statements noting the June 2021 financials will change once the audit is finalized. Discussion followed on liabilities and 2014 Bond owned by Lennar.

Following discussion, on motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board ratified the June 30, 2021, financials subject to adjustments from final 2020 audit.

C. Review and accept the 2020 Audit:

District Accountant Rodriguez is working with Simmons & Wheeler on the 2020 audit. Discussion followed on obligations of developers.

Following discussion, the Board tabled acceptance/ratification of 2020 Audit until it is reviewed by the Board and Legal Counsel.

D. Cash Flow Position:

Discussion followed on 2020 short fall. No action required.

E. Banking:

Director Toussaint noted all claims are approved and paid within a week of submission.

IV. LEGAL MATTERS – None.

V. DIRECTOR MATTERS

A. Finance Committee report (Director Collins):

Director Collins discussed the Financial Town Hall Session held August 2, 2021, was successful with attendance of 15-20 homeowners. The committee will schedule another session in September.

The committee is currently working on establishing a reserve fund, and possible fees for

new homeowners. The committee is asking approval to spend approximately \$2000 to confirm assessing fees.

Following discussion, upon motion made and seconded, and unanimously approved, the Board approved the expenditure of \$2000.

B. Buildout Committee report (Director Pedersen):

Director Pedersen discussed Lennar is still working on items in Filing 1-4; fence repair; Overall site SWPP clean up and removal; Regional Trail; Parks and open space and district path irrigation/ landscaping. New items are COA well area; City F4 road punchlist and back flow testing.

Director Pedersen discussed the Guilford plans have been approved by the City of Aurora.

C. Operations Committee report (Director Toussaint):

Director Toussaint discussed the election process for the May 2022 election of three seats. The statutory process begins January calling for self-nomination forms submitted to Designated Election Official by Feb. 26, 2022. If there are not more candidates than seats available, the election is cancelled in March and candidates are elected by acclamation. If there is an election, CRS, District Accountants, will perform the duty of mailing ballots, as it is not a conflict of interest. More information will follow as the District nears the election process.

D. Communications Committee report (Director Toussaint):

Director Toussaint discussed the newsletters are posted on the website.

E. Social Committee report (Director Toussaint):

Director Toussaint discussed the Social Committee will continue Food Trucks through September. Other planned events are eblasted to homeowners.

F. Covenant Enforcement Committee report (Director Selitrennikoff):

Director Selitrennikoff thanked Don Cullen for his work on the committee, CEC has sent letters to homeowners on trash can storage, fences not painted, and 5 issues escalated to 2nd notices.

Homeowners are reminded the tree lawns (sidewalk to curb) are homeowner responsibility. CEC would like the district to hire an arborist to evaluate all trees, district and homeowner, trees that are dead and those that can thrive after pruning. The committee received 1 bid at \$125 hour and would take approximately 8 hours to identify.

Following discussion, upon motion made, seconded, upon vote and unanimously approved, the CEC hiring an arborist to identify trees for pruning or are dead.

F. Guidelines Revision Committee report (Directors Selitrennikoff and Hutchinson):

Nothing to report.

H. Design Review Committee report (Director Hutchinson):

Director Hutchinson discussed the committee met 4 times since the last Board meeting. The committee received 27 applications: 24 approved; and 3 waiting to receive more information.

Director Hutchinson noted that Ms. Ellis resigned from the committee and the Board commended her dedication and loyalty.

I. Planning Committee report (Director Hutchinson):

Director Hutchinson discussed the committee reviewed snow removal bids and would recommend the District hiring Brightview for snow removal 2021-2022.

Director Collins requested the contract to have repairs to irrigation system damaged by snow removal payable by vendor.

Following discussion, upon motion made, seconded, upon vote and unanimously approved, the Board approved Brightview as contractor for 2021-2022 snow removal.

VI. MANAGEMENT MATTERS

Management distributed their report from the last board meeting and asked if any questions.

Discussion followed on dry stack walls and cost to repair.

Further discussion followed on costs to leave pool open during September. Manager noted it would cost approximately \$1500-2000 but the repairs to Bubbler line need to take place as soon as possible after pool closure.

Manager Elliott further discussed that Don's time on Lennar repairing and fixing the installation of the fences will be billed to Lennar. To date 5.5 hours plus mileage is ready to be billed.

VII. PUBLIC COMMENT:

Director Toussaint discussed each homeowner is given 3 minutes to address their concerns/comments. Manager Cullen will open chat room and for homeowners to let Mr. Cullen know if they wish to speak during public comment.

No comments were received.

VIII. OTHER BUSINESS:

Director Hutchinson said he receive a letter regarding the revised Guideline for fire pits and the Design Review Committee and/or the Guideline Revisions Committee will look into the subject matter.

IX. ADJOURNMENT:

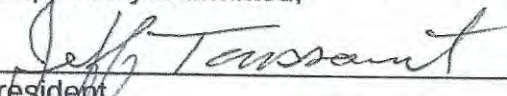
There being no further business to come before the Board of Directors at this time, upon

Whispering Pines Metropolitan District No. 1
August 24, 2021

motion duly made, seconded, and unanimously carried, the meeting was adjourned at 8:20 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on August 24, 2021, and was approved by the Board of Directors of the Whispering Pines Metropolitan District No. 1.

Respectfully Submitted,



President



Secretary for the Meeting

The foregoing minutes were approved on the 26th day
of October 2021

RECORD OF PROCEEDINGS

REGULAR MEETING OF THE BOARD OF DIRECTORS OF WHISPERING PINES METROPOLITAN DISTRICT NO. 1

HELD: Tuesday, October 26, 2021, via Zoom meeting

ATTENDANCE:

A regular 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 the applicable statutes of the State of Colorado, with the following directors present and acting:

Jeff Toussaint	(by videoconference)
Kent Pedersen	(by videoconference)
Claude Selitrennikoff	(by videoconference)
Dale Hutchinson	(by videoconference)
David Collins	(by videoconference)

Also present by videoconference/phone: Lisa Mayers, District Counsel, Spencer Fane LLP; Diane Rodriguez, Community Resource Services of Colorado, District Accountant; Angela Elliott and Don Cullen, District Managers, Teleos Management Group; members of the public.

I. ADMINISTRATIVE MATTERS:

A. Call to Order:

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 disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and with the Board of Directors of the District. Upon motion duly made, seconded, and unanimously carried, the Board directed that said disclosures be incorporated herein.

C. Review and Approve Minutes of the August 24, 2021, Regular Meeting:

The Board reviewed the minutes of the regular meeting held by the Board of Directors on Whispering Pines Metropolitan District No. 1 on August 24, 2021. Director Toussaint corrected Section 3 e. typo

Following discussion and upon motion duly made by Director Hutchinson, seconded by Director Collins, upon vote and unanimously carried, the Board approved the minutes, as corrected, of the regular meeting held on August 24, 2021, and authorized Director Toussaint to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

Director Toussaint noted the District has one more regular meeting but if a special meeting is needed or a study session for the budget, the District will formalize. Director Toussaint further noted the agenda has been revised, with Legal Matters preceding Financial Matters and leading into Finance Committee under Director Matters.

II. LEGAL MATTERS:

III. FINANCIAL MATTERS:

A. Review and ratify the payment of claims:

The Board reviewed the Payment of Claims, check #'s 3101 – 3125 totaling \$147,774.91 have been submitted, approved and paid.

Following discussion, on motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, the Board ratified the above payment of claims in the amount of \$147,774.91.

Director Claude Selitrennikoff asked for a clarification of the percentage of revenue specifically identified/spent on repayment of Debt (bond payments) Ms. Rodriguez stated 72%.

B. Review and accept the August 31, 2021, financials:

District Accountants presented the August 31, 2021, financial statements with \$180,926 in the General Fund, \$1,046 in the Capital Fund and \$4,175,615 in the Debt Service Fund.

Following discussion, on motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board ratified the August 31, 2021, financials.

C. Ratify the 2020 Audit:

Following discussion, on motion duly made by Director Collins, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board ratified the 2020 Audit.

D. Cash Flow Position:

Discussion followed on October 2021 cash flow report and noted bank balances.

E. Discussion on Preliminary 2020 Budget.

District Accountant Rodriguez worked on the budget numbers with Teleos and the preliminary proposed 2022 budget was forwarded to the Directors.

IV. DIRECTOR MATTERS

A. Finance Committee report (Director Collins):

Director Collins discussed the Study Session held on October 12, 2021, on the need for a reserve account, maintaining the fences and hiring of arborists. The previous Study Session discussed Debt Service Responsibilities. Director Collins discussed demand letters were sent to the 3 builders seeking monies for the shortfall.

Director Collins further discussed the process to formalize a Resolution of a Sales Transfer Fee of \$2000 when a home is sold within Whispering Pines, effective January 1, 2022. Implementation of a \$2k transfer fee (based on prior years sales) would raise between \$65k - \$85 annually. Transfer fee is NOT a tax. Transfer fee would not be applied to homeowners in the event of a title change due to a Divorce, Trust, Others that will be listed during next working session provided by Legal County for review.

Director Collins will schedule for another Study Session for the director's input on the numbers in the budget, operations costs, tree replacement and future expenditures.

B. Buildout Committee report (Director Pedersen):

Director Pedersen discussed Lennar is still working on items in Filing 1-4; fence repair; Overall site SWPP clean up and removal; Regional Trail; Parks and open space and district path irrigation/landscaping. New items are COA well area; City F4 road punchlist and back flow testing. The retaining wall in Phillips 66 easement is still in progress.

Director Pedersen discussed the Guilford plans have been approved by the City of Aurora.

Grading of land is currently ongoing. Not certain foundations would be poured until spring 2022.

C. Operations Committee report (Director Toussaint):

Director Toussaint asked Teleos if all sprinklers are blown out, Teleos responded yes and 99% of the stakes have been removed and the District hired an arborist to evaluate the health of district and homeowner tree lawn trees.

D. Communications Committee report (Director Toussaint):

Director Toussaint discussed the most current aerial of the District boundaries is now on the website.

Director Selitrennikoff shared with the Board members that DOLA is releasing funds and the District has applied for approximately \$7500 in reimbursements.

E. Social Committee report (Director Toussaint):

Director Toussaint discussed the Social Committee and the report provided by Janet Elliott.

2021 Social Committee Activities So Far

Food Truck Night – Every Wednesday night from April – September

June: Garbage pickup day – Not much traction

June: Two Day Garage Sale – 43 participants

July: Fourth of July Parade - Great turnout!

July: Movie Night – Very successful event. Sponsors provided 95% of cost

October: Chili Cook-Off – 12 contestants • Ongoing events: Bunco and Book Club monthly

Upcoming Events:

Nov 13th Pictures with Santa

Nov 13th Letters to Santa mailbox • Dec 16th Tentative Children's Hospital Blood Drive

Dec 19th (afternoon) Christmas Gift Wrapping at the Clubhouse

Dec 19th (evening) Wine and Tapas event – Limited tickets available (100) estimate: That includes wine, food, servers, gratuity.

Dec 21st Santa Sleighride through the neighborhood and Clubhouse meet and greet with Santa

Other planned events are eblasted to homeowners.

2022 Tentative Events

Ongoing Monthly Bunco and Book Club

Food Truck Night – Revised scheduling with only May-August and every other week.

4th of July Parade

Annual Garage Sale

Movie Nights

Chili Cook-off

Christmas Holiday Event

F. Covenant Enforcement Committee report (Director Selitrennikoff):

1. Discussion and Possible Action on adoption of Resolution regarding Covenant Enforcement. Director Selitrennikoff discussed the current Resolution was outdated and needed revisions.

Arborist completed inspection of WP community and homeowner trees. Estimated that 110 homeowner trees will need to be replaced. Homeowners will be sent a notice/communication.

The CEC with Legal Counsel provided an updated resolution for covenant and enforcement procedures. Fines in the Amount of \$125 and \$250 are recommended for the BOD to implement beginning January 2022, (would only apply to new covenant issues, current and ongoing CEC cases will remain at current rate).

Following discussion, upon motion duly made by Director Toussaint, seconded by Director Hutchinson, upon and unanimously carried, the Board adopted the Resolution regarding Covenant Enforcement of Governing Documents.

2. Covenant Guidelines Hearing, if necessary.

Legal Counsel Lisa Mayers provided a brief overview of two violations.

- Trampoline was installed in the backyard of 8187 S. Little River Way without an approved DRC application.
- Ongoing complaint about barking dogs at 8187 S. Little River Way.
- The Chair of the CEC asked if the homeowner was present at the meeting since he/she has the right to be heard.
The Homeowner was not present, and a hearing need not be conducted.

Board President Toussaint requested the each of Board members review the documentation that was presented to the Board Members by the CEC and

submit their recommendations to Legal Counsel Mayers so that the homeowner can be informed of the outcome within 5 days of any decision.

G. Design Review Committee report (Director Hutchinson):

Director Hutchinson discussed the two requests for variances under the firepit Section 2.23 and Section 2.32 Landscaping and relative to xeriscaping.

1. Variance request on 7972 S. Kewaunee Way (Sections 2.23 and 2.32)

Following discussion, upon motion duly made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board granted the request for variance for 7972 S. Kewaunee Way, regarding Sections 2.23 and 2.32

2. Variance request on 7982 S. Kewaunee Way Section 2.23

Following discussion, upon motion duly made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board granted the request for variance for 7982 S. Kewaunee Way, regarding Sections 2.23.

3. Variance request on 8004 S. Kewaunee Street Sections 2.23 and 2.32

Following discussion, upon motion duly made by Director Hutchinson, seconded by Director Selitrennikoff, upon vote and unanimously carried, the Board granted the request for variance for 8004 S. Kewaunee Way, regarding Sections 2.23 and 2.32

I. Planning Committee report (Director Hutchinson):

Director Hutchinson discussed the redline copy of the snow removal contract with BrightView and needing board approval regarding the zone chart completion date. Director Collins suggested that the zone chart requested from BV could be pushed to May 1st completion date

Further discussion followed on the necessity of bidding projects out like, trees, mulch, fence projects and winter watering and Director Collins asked if review of future contracts was needed (Trees, Mulch, Common area Fence Paint project, Winter Watering and Deep Root Fertilization).

.VI. MANAGEMENT MATTERS

A. Management distributed their report from the last board meeting and asked if any questions.

B. Ratification of Snow Removal Contract with BrightView for 2021-2022 season with BrightView's changes. Discussed above.

VII. PUBLIC COMMENT:

Director Toussaint discussed each homeowner is given 3 minutes to address their concerns/comments. Manager Cullen will open chat room and for homeowners to let Mr. Cullen know if they wish to speak during public comment.

Homeowner David Pendery – expressed concern regarding the amount of transfer fee and that surrounding neighbors transfer fee is more like \$300.No comments were received.

Mr. Pendery noted possible that exceptions to transfer fee should be identified (divorce, Family trust, etc.)

VIII. OTHER BUSINESS:

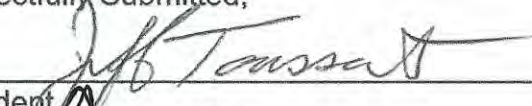
Possible dates for next Study Session Nov. 10th, Nov. 11th, Nov. 17th Nov. 18th submitted. No date could be identified (holiday travel, business and personal plans on identified days).

IX. ADJOURNMENT:

There being no further business to come before the Board of Directors at this time, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 8:01 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on October 26, 2021, and was approved by the Board of Directors of the Whispering Pines Metropolitan District No. 1.

Respectfully Submitted,



President



Secretary for the Meeting

The foregoing minutes were approved on the 7th day of December, 2021

RECORD OF PROCEEDINGS

REGULAR MEETING OF THE BOARD OF DIRECTORS OF WHISPERING PINES METROPOLITAN DISTRICT NO. 1

HELD: Tuesday, December 7, 2021, via Zoom meeting

ATTENDANCE:

A regular 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 the applicable statutes of the State of Colorado, with the following directors present and acting:

Jeff Toussaint	(excused)
Kent Pedersen	(by videoconference)
Claude Selitrennikoff	(by videoconference)
Dale Hutchinson	(by videoconference)
David Collins	(by videoconference)

Also present by videoconference/phone: Lisa Mayers, District Counsel, Spencer Fane LLP; Diane Rodriguez, Community Resource Services of Colorado, District Accountant; Angela Elliott and Don Cullen, District Managers, Teleos Management Group; members of the public.

I. ADMINISTRATIVE MATTERS:

A. Call to Order:

Upon motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, Chairman Toussaint's absence was excused and the Board appointed Director Selitrennikoff to chair the meeting.

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 6:31p.m.

B. Disclosure of Potential Conflicts of Interest:

The Board noted that disclosure statements had been filed on behalf of the members of the Board of Directors with the Office of the Colorado Secretary of State and with the Board of Directors of the District. Upon motion duly made, seconded, and unanimously carried, the Board directed that said disclosures be incorporated herein.

C. Review and Approve Minutes of the October 26, 2021, Regular Meeting:

The Board reviewed the minutes of the regular meeting held by the Board of Directors on Whispering Pines Metropolitan District No. 1 on October 26, 2021.

Following discussion and upon motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, the Board approved the

minutes, of the regular meeting held on October 26, 2021, and authorized Director Toussaint to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

II. **LEGAL MATTERS**

A. Consider adoption of Resolution Calling for 2022 Election.

District Counsel Mayers discussed the upcoming election May 3, 2022. Lisa Mayers noted that Brandon Desmond would be the point person from Spencer Fane LLP for the upcoming election. Following discussion, upon motion duly made Director Collins, seconded by Director Hutchinson and upon vote, the Board adopted the 2022 Regular Election Resolution and appointed Brenden Desmond as the Designated Election Official.

III. **FINANCIAL MATTERS**

A. Review and ratify the payment of claims.

The Board reviewed the Payment of Claims, check #'s 3126 – 3161 totaling \$540,185.34 have been submitted, approved and paid.

Following discussion, on motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, the Board ratified the above payment of claims in the amount of \$540,185.34.

B. Review and accept the October 2021, financial statements.

District Accountants presented the October 2021, financial statements with \$90,401 in the General Fund, \$802 in the Capital Fund and \$4,203,105 in the Debt Service Fund.

Following discussion, on motion duly made by Director Hutchinson, seconded by Director Collins, upon vote and unanimously carried, the Board ratified the October 31, 2021, financials as presented.

C. Cash flow position.

Discussion followed on November 2021 cash flow report and noted bank balances. District Accountant Rodriguez noted the district should have carry over funds sufficient to pay invoices through first quarter.

D. Consider adoption of Resolution to Impose Transfer Fee.

District Counsel Mayers and Director Selitrennikoff discussed the Resolution adopting a transfer fee of \$1000 on transfer of properties within the District boundaries effective January 1, 2022.

Following discussion, on motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, the Board adopted the Resolution to Impose Transfer fee of \$1000 effective January 1, 2022.

E. Conduct Public Hearing on the proposed 2022 Budget and consider adoption of Resolution to adopt the 2022 Budget, Set Mill Levies and Appropriate Sums of Money.

District Accountant Rodriguez presented and discussed the current proposed 2022 budget at 24.000 mills for the general fund; 55.664 mills for debt service; 1.113 mills for South Aurora Regional Improvement Association and 2.420 mills for abatements, for a total of 83.197 mills.

Following discussion, upon motion duly made by Director Selitrennikoff, seconded Hutchinson and upon vote, opened the public hearing.

Homeowner J. Elliott confirming the budget for the Social Committee was \$12,500 for 2022.

Following discussion, upon motion duly made, seconded, upon vote and unanimously carried, the public hearing was closed.

Following discussion, the Board considered the adoption of the Resolution to adopt the 2022 Budget, Set Mill Levies and Appropriate Sums of Money for District #1, subject to changes discussed above.

Upon motion duly made by Director Collins, seconded by Director Hutchinson, upon vote and unanimously carried, the District (1) approved the 2022 budget with changes discussed above, (2) approved the appropriation and expenditure of funds as detailed therein, (3) approved and adopted a mill levy of 83.197 mills, to be certified by the District for collection in 2022, (4) authorized Director Toussaint as President to sign the necessary documentation, and (5) directed District Accountant Rodriguez and District Manager Elliott to submit the certification of tax levy to the Board of County Commissioners of Arapahoe County no later than December 15, 2021 and to file the 2022 budget with the Division of Local Government prior to January 30, 2022.

F. Conduct Public Hearing on the proposed Amendment to the 2021 Budget and consider adoption of Resolution to adopt the Amended 2021 Budget, if necessary.

District Accountant Rodriguez noted there was not a need to amend the 2021 budget.

IV. DIRECTOR MATTERS

A. Finance Committee report (Director Collins)

Director Collins discussed the plan to move forward with a refinance of current bonds. The District is currently looking to hire an MA (Municipal Advisor is an advocate for the Board and Homeowners) to assist with the refinance process. The Refinance process is scheduled to begin January 2022.

B. Buildout Committee report (Director Pedersen)

Director Pederson is still waiting on final permit from COA. One small section of retaining wall is nearing completion. This is final section of retaining wall permits and COA approval has been provided.

There are a handful of trees (that were previously identified and removed) that will be replaced by builder (at builder expense) in Spring 2022.

Director Pederson noted that his team checks in with the COA on a daily basis for final approval and permits for Guilford project. Foundations expected to begin early Spring 2022.

C. Operations Committee report (Director Selitrennikoff on behalf of Director Toussaint).

Management noted that snow contract was signed and Manager Cullen met with Brightview to confirm snow removal areas.

D. Communications Committee report (Director Selitrennikoff on behalf Director Toussaint) Director Selitrennikoff provided update. Communications Committee seeking input for next scheduled Newsletter (to be released during 1st quarter). Board agreed that a regular communication newsletter helps to keep homeowners and residents engaged and is a positive measure for the entire community.

E. Social Committee report (Janet Elliott on behalf of Director Toussaint) Janet Elliott provided update – 75 tickets have been distributed to homeowners (6 remain available) for the Wine & Tapas Neighborhood Event to be held 12/19/2021 at the Whispering Pines Clubhouse.

E-blast sent to homeowners for Blood Drive to be held December 16th.

Upcoming event with Santa Dec. 21st.

F. Covenant Enforcement Committee report (Director Selitrennikoff) provided update Committee met two (2) times since last board meeting. No pressing or escalated matters to report at this time.

Noted that a communication still needed to be created notifying homeowners of dead trees (part of the Davey Tree Arborist project in Oct/Nov 2021) Letters will be sent electronically to individual homeowners notifying them that a tree(s) located within their property was dead and needs to be replaced.

G. Design Review Committee report (Director Hutchinson) Update the DRC has met three (3) times since last board meeting (18 projects approved, 1 denied)

I. Planning Committee report (Director Hutchinson) provided update regarding the Winter Water program has been approved and one (1) service completed to date. Will continue to move forward with a EOM service request. Will work with management to assess rain/snow fall amounts to best address water needs for trees.

Director Hutchinson requested from Management company to provide updates on outstanding upcoming service contracts (pool, heating, plumbing, HVAC service agreements)

V. **MANAGEMENT MATTERS**

A. Management Report October 27 through December 6)

Management distributed their report from the last board meeting and there no questions asked of management. Management report provided to board Winter Water (Davey Tree) completed. Based on snow /rain fall service will move forward with a plan for EOM.

SNOW REMOVAL 2021 Confirmed Snow contract agreement, met with BV onsite to review snow removal maps in preparation for upcoming winter season November Landscape fall clean up/winterization completed.

Clubhouse Repairs Exterior restroom (pool) cabinet repairs completed, HVAC Maintenance completed Fall Winter HVAC system check performed by Denver Heating and Air, Checked Electrical wires and worn contacts, tested heating unit All Systems working properly no known issues or concerns. No additional services recommended.

Operations committee asked for a review of upcoming contracts (Pool, clubhouse cleaning, etc.) Management will review and submit to BOD.

The Board further requested Management to seek a quote for a full service detailed cleaning for Clubhouse (high dusting, carper/floor cleaning, window cleaning, furniture (indoor and outdoor) cleaning, patio deck to be power washed (bird poop) throughout exterior patio deck.

B. Consider Adoption of 2022 Annual Administrative Resolution

Manager Elliott discussed presented the Resolution concerning 2022 Annual Administrative Matters for Manager, Accountant and Legal Counsel to perform certain tasks on a recurring basis in the operation of the District.

The Board discussed retaining the same newspaper for publications; same officers and online website posting.

Manager Elliott further noted the meeting dates of the Board of Directors to be held February 22, April 26, June 28, August 23, October 25 and December 6, at 6:30 p.m. either via telephonic means physically.

Following discussion, upon motion duly made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board adopted the 2022 Annual Administrative Resolution.

C. Consider Approval of Property and Liability Schedule and Limits and Renewal of Property and Insurance Liability Coverage.

Following discussion, upon motion duly made by Director Selitrennikoff, seconded by Director Collins, upon vote and unanimously carried, the Board approved the 2022 Property and Liability Coverage.

D. Ratification of 2020 Annual Report.

Manager Elliott noted the annual report for next year will have added reporting items due to the change in legislature.

Following discussion, upon motion duly made by Director Selitrennikoff, seconded by Director Hutchinson, upon vote and unanimously carried, the Board ratified the 2020 Annual Report filed in 2021.

VI. PUBLIC COMMENT

Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes per person.

There was no public comment.

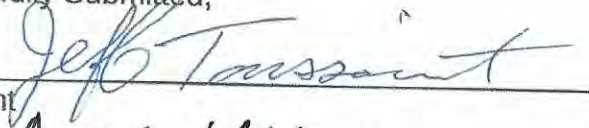
VII. OTHER BUSINESS - NONE

VIII. ADJOURNMENT


There being no further business to come before the Board of Directors at this time, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 7:37 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the regular meeting held on December 7, 2021, and was approved by the Board of Directors of the Whispering Pines Metropolitan District No. 1.

Respectfully Submitted,



President



Secretary for the Meeting