

# RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
CHAPEL HEIGHTS METROPOLITAN DISTRICT  
(THE “DISTRICT”)  
HELD  
JUNE 3, 2024

A special meeting of the Board of Directors of the Chapel Heights Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, June 3, 2024, at 9:00 a.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

## ATTENDANCE

### Directors In Attendance Were

James Byers, President  
Mick Schuhmacher, Treasurer  
Rich Vorwaller, Secretary

### Also, In Attendance Were

Lisa Mayers, Esq.; Spencer Fane, LLP  
Krista Baptist and Seef Le Roux; CliftonLarsonAllen, LLP (“CLA”)

## ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** Director Byers called the meeting to order at 10:01 a.m.

Following review, upon a motion duly made by Director Vorwaller, seconded by Director Byers and, upon vote, unanimously carried, the Board approved the agenda, as amended to reflect an update in the presented financial statements.

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Mayers that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors, and no additional conflicts were disclosed at the meeting.

**Quorum, Location of Meeting and Meeting Notices:** A quorum was confirmed. This meeting was conducted via Microsoft Teams and public participation is encouraged via Microsoft Teams. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections nor any requests that the means of hosting the meeting be changed, were received by taxpaying electors within the District’s boundaries.

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**Public Comment:** None.

**Minutes from the November 6, 2023 Annual Board meeting and the February 28, 2024 Special Board meeting:** Following review, upon a motion duly made by Director Byers, seconded by Director Vorwaller and, upon vote, unanimously carried, the Board approved the November 6, 2023 Annual Board meeting minutes and the February 28, 2024 Special Board meeting minutes, as presented.

### FINANCIAL MATTERS

**Current Claims and Previous Claims in the amount of \$112,170.35:** Mr. Le Roux reviewed the current claims and previous claims with the Board. Following review and discussion, upon a motion duly made by Director Vorwaller, seconded by Director Byers and, upon vote, unanimously carried, the Board approved the current claims and ratified approval of the previous claims in the amount of \$112,170.35, as presented.

**March 31, 2024 Draft of the Unaudited Financial Statements:** Mr. Le Roux reviewed the March 31, 2023 draft of the Unaudited Financial Statements with the Board. Following review, upon a motion duly made by Director Byers, seconded by Director Vorwaller and, upon vote, unanimously carried, the Board accepted the draft March 31, 2023 Unaudited Financial Statements, as presented.

### LEGAL MATTERS

**First Amendment to the Management and Services Agreement between the District and the YMCA of the Pikes Peak Region:** Following review, upon a motion duly made by Director Byers, seconded by Director Vorwaller and, upon vote, unanimously carried, the Board ratified the approval of the First Amendment to the Management and Services Agreement between the District and the YMCA of the Pikes Peak Region, as presented.

### LANDSCAPING MATTERS

**Addendum to Landscape Maintenance Agreement between the District and Fisk Lawns LLC, dba Fisk Lawns for 2024-2025 Landscape Maintenance in the Amount of \$31,500.00:** Following review, upon a motion duly made by Director Byers, seconded by Director Vorwaller and, upon vote, unanimously carried, the Board ratified the approval of the Addendum to Landscape Maintenance Agreement between the District and Fisk Lawns LLC, dba Fisk Lawns for 2024-2025 Landscape Maintenance in the amount of \$31,500.00.

**Addendum to the Snow Removal Services Agreement between the District and Fisk Lawns LLC, dba Fisk Lawns for 2024-2025 Snow Removal and Ice Mitigation Services:** Following review, upon a motion duly made by Director Byers, seconded by Director Vorwaller and, upon vote, unanimously carried, the Board ratified the approval of the Addendum to the Snow Removal

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Services Agreement between the District and Fisk Lawns LLC, dba Fisk Lawns for 2024-2025 Snow Removal and Ice Mitigation Services.

### MANAGER MATTERS

**Covenant Enforcement Update:** Ms. Baptist provided a Covenant Enforcement update to the Board. No action was taken.

**Community Center Update:** There was no update provided.

**Date and Time for 2024 Annual Statutory Meeting:** The Board discussed setting the date and time for 2024 Annual Statutory Meeting. Following discussion, the Board scheduled the Annual Meeting for the week of September 16<sup>th</sup> virtually.

**Newspaper Publisher:** Following review and discussion, upon a motion duly made by Director Byers, seconded by Director Vorwaller and, upon vote, unanimously carried, the Board approved the *Gazette* as the District's new newspaper for legal publications.

### OTHER BUSINESS

None.

### ADJOURNMENT

There being no further business to come before the Board at this time, Director Byers adjourned the meeting at 10:42 a.m.

Respectfully submitted,

By \_\_\_\_\_  
Secretary of the Board