

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CHIMNEY ROCK METROPOLITAN DISTRICT JUNE 20, 2022

A Regular Meeting of the Board of Directors of the Chimney Rock Metropolitan District was duly held on Monday, the 20th day of June, 2022, at 10:00 A.M. This District Board Meeting was held by conference call without any individuals (neither district representatives nor the general public) attending in person. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Telfer “Woody” Norman
Kenneth “Delmar” Rumph
John “Marc” Rinehart
Charles “Chuck” Hansen

Following discussion, upon motion duly made by Director Hansen, seconded by Director Norman and, upon vote, unanimously carried, the absence of Director Haase was excused.

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Jeffrey E. Erb, Esq.; Erb Law, LLC.

Darcy Beard, CPA; Accountant for the District

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: Attorney Erb noted that disclosure of potential conflict of interest statements for Director Haase and Director Rumph were filed with the Secretary of State at least 72 hours in advance of the meeting. It was disclosed that Director Haase is also the President of, and a Director on, the Willowbrook Water & Sanitation District Board, and Director Rumph is Treasurer of, and a Director on the Board of Directors of, the Willow Springs North Master Homeowners’ Association. Mr. Solin noted that there were no further new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting and in accordance with statutes.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS **Agenda:** The meeting was called to order at 10:10 a.m. Mr. Solin distributed for the Board’s review and approval, a proposed Agenda for the District’s Regular Meeting.

Following discussion, upon motion duly made by Director Norman, seconded by Director Hansen and, upon vote, unanimously carried, the Agenda was approved, as amended.

Approval of Meeting Location: The Board confirmed the holding of the meeting by teleconference as allowed by §§ 32-1-903 and 24-6-402, C.R.S. The Board further noted that notice of the time, date and location was duly posted no less than 24-hours before the Board meeting.

Engagement of Erb Law LLC: The Board discussed the engagement of Erb Law LLC as General Counsel for the District.

Following discussion, upon motion duly made by Director Hansen, seconded by Director Norman and, upon vote, unanimously carried, the Board acknowledged the engagement of Erb Law LLC as General Counsel for the District.

May 2022 Election: Mr. Solin noted for the Board that the May 3, 2022 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Directors Rinehart, Hansen and Rumph were each deemed elected to 3-year terms ending in May 2025

Appointment of Officers: Upon motion duly made by Director Rinehart, seconded by Director Hansen and, upon vote, unanimously carried, the following slate of officers were appointed:

President	Telfer “Woody” Norman
Treasurer	Kenneth “Delamr” Rumph
Secretary	David Solin
Assistant Secretary	John “Marc” Rinehart
Assistant Secretary	Charles H. Haase
Assistant Secretary	Charles “Chuck” Hansen

Minutes: The Board reviewed the Minutes of the October 18, 2021 Regular Meeting and the February 15, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Rumph, seconded by Director Hansen and, upon vote, unanimously carried, the Minutes of the October 18, 2021 Regular were approved, as amended on page four to change Arapahoe to Jefferson and the Minutes of the February 15, 2022 Special Meeting were approved, as presented.

RECORD OF PROCEEDINGS

2022 SDA Conference: The Board entered into discussion regarding sending Board member(s) to the 2022 SDA Conference in Keystone on September 13, 14 and 15, 2022.

Following discussion, no Board members anticipated going to the 2022 SDA Conference in Keystone on September 13, 14 and 15, 2022, and no action was taken.

FINANCIAL MATTERS

Claims: The Board reviewed and considered ratifying approval of the payment of claims for the period ending as follows:

Fund	Period Ending Oct. 21, 2021	Period Ending Nov. 9, 2021	Period Ending Dec. 9, 2021	Period Ending Jan. 13, 2022
General	\$ 822.35	\$ 2,684.47	\$ 5,441.13	\$ 6,312.09
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ 400.00
Total Claims	\$ 822.35	\$ 2,684.47	\$ 5,441.13	\$ 6,712.09

Fund	Period Ending Feb. 10, 2022	Period Ending March 10, 2022	Period Ending April 7, 2022	Period Ending May 12, 2022
General	\$ 2,315.20	\$ 5,953.88	\$ 5,726.63	\$ 1,138.47
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total Claims	\$ 2,315.20	\$ 5,953.88	\$ 5,726.63	\$ 1,138.47

Following discussion, upon motion duly made by Director Hansen, seconded by Director Rinehart, and upon vote, unanimously carried, the board ratified approval of the payment of claims, as presented.

Financial Statements: Ms. Beard reviewed with the Board, the unaudited financial statements of the District for the period ending May 31, 2022. Ms. Beard discussed the ColoTrust Edge account adjustment, noting that as interest rates increase the adjustment will reduce.

Following review and discussion, upon motion duly made by Director Rinehart, seconded by Director Norman and, upon vote, unanimously carried, the unaudited financial statements for the period ending May 31, 2022 were accepted, as presented.

2021 Audit: Ms. Beard reviewed the 2021 draft Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made by Director Rinehart, seconded by Director Norman and upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements and authorized the execution of the Representations Letter.

RECORD OF PROCEEDINGS

LEGAL MATTERS Mr. Erb reported that there was no update regarding the agreement with Willowbrook Water & Sanitation District. There were no additional legal matters to discuss at this time.

OTHER MATTERS None.

ADJOURNMENT There being no further business to come before the Board at this time, upon motion duly made by Director Hansen, seconded by Director Rinehart and, upon vote, unanimously carried, the meeting was adjourned at 10:46 a.m.

Respectfully submitted,

By  _____
Secretary for the Meeting