



**MINUTES OF REGULAR MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
NOVEMBER 4, 2015 AT 9:00 A.M.**

Pursuant to posted notice, the joint meeting of the Boards of Directors of the Woodmen Heights Metropolitan District Nos. 1, 2 and 3 was held on Wednesday, November 4, 2015 at 9:00 a.m., at 102 E. Pikes Peak Avenue, Suite 200, Colorado Springs, CO 80903.

In attendance were Directors:

Lindsay J. Case, President  
Les Krohnfeldt, Vice President/Treasurer  
James Morley, Secretary

Also in attendance were:

K. Sean Allen, Esq., White, Bear &  
Ankele P.C. (by phone)  
Terry Schooler, Schooler & Associates  
Lori VonFeldt, Schooler & Associates  
Kevin Walker, Schooler & Associates  
Bryan Long  
Dave Mersman  
Mike DeGrant, Aspen View Homes  
Virgil Sanchez  
Ross Clinger

Randle Case II, Asst. Secretary, and Scott Hente, Asst. Secretary, were absent and excused.

Combined Meeting:

The Boards of Directors of the Districts have determined to hold a joint meeting of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

1. Call to Order:

Director Lindsay Case called the meeting to order at 9:07 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters:

Director Lindsay Case indicated that a quorum of the Boards was present, and stated that each Director has been qualified as an eligible elector of the Districts pursuant to Colorado law. The Directors confirmed their qualification. Ms. VonFeldt noted that the Directors' disclosures of their potential conflicts of interest were filed pursuant to state law for the meeting, and were made part of the official minutes of the meeting by reference. The Boards determined that participation by the directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

3. Approval of

the Agenda: The agenda was approved.

#### 4. Approval of

the minutes: Director Krohnfeldt moved to approve the October 7, 2015 minutes seconded by Director Morley. Motion passed.

#### 5. District Manager Report:

- a. Market Status of Ground or Developers-  
Mr. Schooler noted that development has been steady and there has been a lot of activity within the Districts.
- b. Forest Meadows HOA Meeting-  
Mr. Schooler said that he had attended the Forest Meadows HOA meeting and felt it went well. The homeowners, about 200 in attendance, were pleased to hear about progress regarding the landscaping. Director Morley commented that the people in the neighborhood take pride in their homes so the area always looks good.

#### 6. Financial Statement and Payables:

- a. 2015 Amended and 2016 Budget Hearing-  
Director Lindsay Case opened the public hearing for discussion and public comment. Mr. Schooler noted that 2 additional mills continue to be imposed and collected due to the current court judgment pending against the District and other defendants in the Sorpresa litigation, and that the revenue there from is expended on legal defense services and reserved for judgment payment related to the Sorpresa law suit. Upon no further discussion regarding the budgets Director Lindsay Case closed the hearing.

Director Morley motioned to amend the 2015 Budgets as presented and adopt the 2016 Budgets making adjustments as per the discussion, appropriate the revenues necessary to cover the expenditures, and certify the mill levy, seconded by Director Krohnfeldt. Motion passed unanimously.

- b. Approval of Invoices-  
Director Krohnfeldt moved to approve the invoices seconded by Director Morley. Motion passed unanimously.
- c. District Facility Fee/Permit Status/Delinquent Accounts-  
To be discussed under executive session.
- d. Sand Creek Drainage Study-  
Director Krohnfeldt stated that Mr. Sanchez has put a proposal together for the Sand Creek drainage study. The City is requesting the drainage study be done before they will approve the plat from Aspen View Homes for the Shiloh Mesa development and need to know who the responsible party is to fund the study. Director Krohnfeldt inferred that the District should fund the study that will cost about \$25K. Mr. Schooler noted that a platting fee is being collected for the bridge/drainage of \$500/acre and the District has about \$77K so far for the project that could possibly be used for the study. The board discussed the issue at length and approved the \$25K to be used from the platting fees (subject to a meeting with the City) for the drainage study service costs. It was noted that City staff has been ignoring some of the drainage aspects of the IGA with the District that will be discussed at the meeting as well. Mr. DeGrant said that as soon as the study gets started the City would push the plat through.

7. Public Comment (on items not already on the agenda):

Mr. DeGrant indicated that he was working with Colorado Springs Utilities to get street lights put in on Marksheffel Road and inquired as to District reimbursement. Mr. Schooler stated that the District is not accepting future reimbursements because there are no available revenues for them as they have been obligated to the Tiered agreement and major street lights are a City responsibility.

Mr. Clinger asked about the \$5,000/acre platting fee that developers are having to pay. Director Lindsay Case explained that the District has legal boundaries and all developers who come into the District will have to pay their share of the District improvements if their property benefits from said improvements and the fee is paying for the costs related to previously installed public infrastructure. The Board concurred.

8. Executive Session Section 24-6-402(4)(b) and (e):

**Executive Session.** Pursuant to Section 24-6-402(4)(b) and (e), C.R.S., At 10:13a.m. Director Krohnfeldt motioned, and being supported by at an affirmative vote of at least two-thirds of the quorum in attendance, that the Boards convene in an executive session for the sole purpose of receiving specific legal advice regarding delinquent accounts and the channel study. Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the District's attorney, constitute privileged attorney-client communication pursuant to Section 24-6-401(4)(b), C.R.S. The Board did not engage in discussion of any matter not enumerated in Section 24-6-402(4)(b) or (e). The Board did not adopt any proposed policy, position, resolution, rule, regulation, or formal action. The executive session meeting adjourned at 10:30a.m.

9. Other Business:

- a. Updated General Counsel Services Letter-  
Director Morley moved to approve the General Counsel Services letter seconded by Director Krohnfeldt. Motion passed.
- b. Director Election Resolution-  
Mr. Allen stated that the resolution was needed in order to cancel the elections. Director Krohnfeldt moved to approve the Director Election Resolution seconded by Director Morley. Motion passed.
- c. The meeting is scheduled for a special meeting on December 9, 2015 at 11:00 a.m. at which time the Board will discuss a permanent change to meeting date and time.

10. Adjournment: The meeting was adjourned at: 10:33 a.m.

Respectfully Submitted,

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Lori VonFeldt, Manager