



**MINUTES OF CONTINUED MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
NOVEMBER 14, 2016 AT 9:30 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 Monday, November 14, 2016 at 9:30 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 (by phone)  
Randle Case II, Asst. Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear  
Ankele Tanaka & Waldron (by phone)  
Terry Schooler, Schooler & Associates  
Kevin Walker, Schooler & Associates  
Lori VonFeldt, Schooler & Associates  
Bryan Long  
Ron Waldthausen

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 9:40 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. Pond and Drainage Fees Review:

Mr. Walker stated there were some questions from the Board at the previous meeting regarding credits for Pond 2 and fees that are owed by land development within the District. Mr. Walker presented the Board with documents and agreements since 2004 through 2011 and gave them a history of events surrounding Ponds 2, 3, and 6 (see attached). It was concluded that the developers of property in the District are subject to all fees and charges associated with drainage basins at the rate at the time of platting. Mr. Walker said that Ponds 3 and 6 ended up going back to the bank and they have confirmed that they still own \$2.3M of pond credits,

which they will eventually get paid back for depending on the priority with the city. Mr. Schooler stated that the District did own credits at one time, but they were absorbed by the development and all of the pond land credits have been sold at \$.60 on the dollar. After some discussion the Board acknowledged and accepted the documentation and asked about the overlapping fire districts that fees have to be paid into as well. Mr. Walker indicated that he would do some research on it.

4. Other Business:

- a. The next regular scheduled meeting is Wednesday, February 1, 2017 at 1:00 p.m.

5. Adjournment: The meeting was adjourned at 10:01 a.m.

Respectfully Submitted,

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By: Lori VonFeldt for the Recording Secretary