



**MINUTES OF REGULAR MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
MAY 3, 2017 AT 1:00 P.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, May 3, 2017 at 1:00 p.m., at 102 E. Pikes Peak Avenue, Suite 200, Colorado Springs, CO 80903.

In attendance were Directors:

Lindsay Case, President  
Les Krohnfeldt, Vice President/Treasurer  
Randle Case II, Asst. Secretary  
Kyle Geditz, Asst. Secretary  
James Morley, Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear  
Ankele Tanaka & Waldron (by phone)  
Terry Schooler, Schooler & Associates  
Lori VonFeldt, Schooler & Associates  
Dave Mersman, KF-103  
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 1:09 p.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:

Director Randle Case II moved to approve the agenda seconded by Director Krohnfeldt. Motion passed.

4. Approval of

the minutes: Director Randle Case II moved to approve the April 5, 2017 minutes seconded by Director Geditz. Motion passed.

5. District Manager Report:

- a. Update on Marksheffel Extension/Funding Multi-Party Agreement-  
Mr. Schooler stated that there was nothing new to report as they are still waiting for feedback from the City.
- b. Discussion on Water Line Extension and Credits-  
Mr. Schooler reminded the Board that it authorized approximately \$213,777 in platting fee credits to Aspen View at the previous meeting for its construction of the water line crossing Sand Creek to Marksheffel area. Director Morley said that he had confirmed that the costs were higher than initial estimates as noted last meeting. Mr. Schooler indicated that his staff was working on the updated Tier report for the Board and hoped to have a presentation ready for the next meeting that will show the current status and remaining acreage to be platted within the service area of the District.
- c. 2017 Landscape Maintenance Program-  
Mr. Schooler stated that progress is ongoing with the Forest Meadows HOA to take over the landscape maintenance and as the District collects more property tax revenues for O&M the District will be able to take on more landscape obligations.
- d. 14-Acre site Conveyance and EPC Holdings, LLC 2-year Maintenance Agreement-  
Mr. Schooler said that Mr. Walker has been in discussions with the developer and they have agreed to not dedicate the site in phases since the District's policy to take ownership after a project has been completed (not by phases). There should be a maintenance agreement with 2-year warranty drafted and introduced for District consideration within a month or two.
- e. Market Status of Ground or Developers-  
Mr. Krohnfeldt stated that Matrix has been working on a sub-regional detention pond on the south side of Woodmen Road that could take all flows from the north properties that would take the requirement off other properties in the area for water quality treatment. Mr. Krohnfeldt stated further that the Woodmen Road Metro District board approved the detention pond so they will be moving forward with the City and Corp of Engineers. It was noted that the Sand Creek channel improvements still needed to be completed before Director Geditz could move forward with his development. Director Randle Case II moved to approve working with the Woodmen Road Metro District to advance the sub-regional detention pond and water quality seconded by Director Krohnfeldt. Motion passed unanimously. Mr. Schooler suggested there could be potential participation from the properties on the west side of the wetlands area as well.

The Board discussed the debt schedule and possibly doing a refinance in the future when the call protection features allow. The District Manager will provide a current status of interest payments at the next meeting.

Director Morley said that he has 61 lots left in Forest Meadows F8 and the City has held up Forest Meadows F9. It was noted that the only developers left with available lots are Challenger, Keller Homes, and Aspen View.

Director Geditz indicated that his development could be about 250 units in total, but could be more depending on the size of the park and school sites.

Mr. Mersman stated that their plat is about to be recorded and have 187 lots left.

There was general discussion about other property in the area and the need for more right in right out access points to generate more development.

Director Randle Case II said they have 20 acres on the corner of Marksheffel and Woodmen Road that they are looking for a commercial venture.

f. Ownership and Completion Agreement (Retaining Wall)-

Mr. Schooler stated that the agreement is between the District and KF-103 for the construction of the wall on Sorpresa pursuant to the litigation. There were a number of litigation appeals from the homeowners which were denied by the courts. Construction on the wall can now move forward. Mr. Schooler stated further that the District would be taking over the maintenance of the wall after construction. KF-103 has a contractor in place. The cost of the retaining wall has doubled from \$250K to about \$500K. The contractor needs to start construction soon to keep the new estimate from increasing. Mr. Allen noted that he and counsel for KF-103 worked on the Ownership and Completion Agreement regarding the construction of the retaining wall by KF-103 and its acquisition by the District. Director Krohnfeldt moved to approve the Ownership and Completion Agreement seconded by Director Geditz. Motion passed unanimously.

g. Director Appointment-

There was no discussion.

h. HOA Land Boundary Petition Status-

Mr. Allen stated that he was still waiting for the HOA to execute the exclusion petition from District 1 to be included into District 2. Mr. Walker has been working with their manager to get it done.

6. Financial Statement and Payables:

a. Approval of Invoices-

Director Morley moved to approve the payment of invoices seconded by Director Randle Case II. Motion passed unanimously.

b. District Facility Fee/Permit Status/Delinquent Accounts-

An update on fee collection was submitted to the Board. Mr. Schooler said the District was on schedule for build-outs and collecting fees.

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

There was no public comment.

8. Executive Session - Sorpresa:

There was no executive session.

9. Other Business:

a. The next regular meeting is scheduled for June 7, 2017 at 1:00 p.m.

10. Adjournment: The meeting was adjourned at: 1:53 p.m.

Respectfully Submitted,

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By: Lori VonFeldt for the Recording Secretary