



**MINUTES OF SPECIAL MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
JUNE 2, 2021 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, June 2, 2021 at 1:00 p.m., at 119 Wahsatch Avenue, Colorado Springs, Colorado 80903, and via video and telephone conference.

In attendance were Directors:

Lindsay Case, President (Excused)  
Les Krohnfeldt, Vice President/Treasurer  
Randle W. Case II, Asst. Secretary  
James Morley, Secretary (Arrived late via phone)  
Kyle Geditz, Asst. Secretary

Also in attendance were:

Kevin Walker, WSDM  
K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron

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:

The meeting was called to order at 1:00 p.m. by Director Krohnfeldt.

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

Director Krohnfeldt 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. Mr. Allen advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Walker reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Allen

inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

3. Approval of the Agenda: Mr. Walker requested to add Agenda item 6.f. Approval and Acceptance of District No. 2 Enclaves at Shiloh Mesa Tract C for Maintenance. Director Randle Case II moved to approve the Agenda as revised; seconded by Director Geditz. Motion passed unanimously.
4. Approval of the February 3, 2021 and April 7, 2021 Board Meeting Minutes: Director Geditz moved to approve the February 3, 2021 and April 7, 2021 Board Meeting Minutes; seconded by Director Randle Case II. Motion passed unanimously.
5. District No. 1 Inclusion Petition; Inclusion Resolution
  - a. Jet Stream Development parcel: Mr. Walker explained that District No. 1 has received a petition for inclusion of a parcel of land. Mr. Allen noted that an inclusion hearing is needed before the Board can pass the inclusion resolution. An inclusion hearing will be scheduled for a future meeting.
6. District Manager Report
  - a. Park Update and Review: Mr. Walker updated the Board on the Aspen Meadows park and noted there have been numerous neighborhood meetings and they are working on finalizing the concept document to present to the Parks Board for approval. Mr. Walker discussed the funds and noted the District collected funds need to come from bond proceeds. The remaining funds should be collected from platting fees as well as possible grant funds.
  - b. Marksheffel Rd Bridge Update
    - i. Update on City Meetings: Mr. Walker reported he met with the City Attorney to discuss the Marksheffel Rd bridge. They are willing to accept what the District has collected to date which is roughly \$280,000 and release the District of any further obligation to the bridge. Director Randle Case II moved to approve the \$280,000 contribution to the City to complete the obligation of the Marksheffel Rd bridge; seconded by Director Geditz. Motion passed unanimously.
  - c. Black Forest Road Construction
    - i. Approval of gift of easements and property: Mr. Walker noted the Board just needs to ratify the signature for the gift of easements and property for Black Forest Road construction. Director Randle Case II moved to approve the ratification of the agreement; seconded by Director Geditz. Motion passed unanimously.
  - d. Review of status of capital fee collection: Mr. Walker reported the District has been collecting certain capital fees that are not pledged to the Bonds but are intended for the paying the public improvement costs associated with the tiers as well as collecting fees for Marksheffel Road. Mr. Walker discussed the collection of fees and pay off of tiers and will keep the Board informed as he finds out more information.

- e. Quail Brush Creek HOA/District No. 2 Conveyance Agreement: Mr. Walker reported that he and Mr. Allen are continuing to work on this item and intend to have it closed in the next 30 to 90 days. Director Geditz moved to approve the Conveyance Agreement for the open space in Quail Brush Creek subject to final approval from legal counsel; seconded by Director Randle Case II. Motion passed unanimously.
  - f. Approval of Acceptance of District No. 2 Enclaves at Shiloh Mesa Tract C for Maintenance: Mr. Walker explained it has met all of the requirements and the City has accepted the improvements. Director Morley moved to accept the District No. 2 Enclaves at Shiloh Mesa Tract C for Maintenance; seconded by Director Randle Case II. Motion passed unanimously.
7. Developer Updates: Mr. Walker discussed developer updates and noted the pond idea for the Woodmen Road parcel did not work out, so they will be accepting a standard drainage pond in the middle of the commercial development.
8. Public Comment: There was no public comment.
9. Other Business
- a. Consider Approval of Unaudited Financial Statements and Payables: Mr. Walker presented the Financial Statements and Payables and noted they are broken out for Districts 1, 2 and 3. Director Geditz moved to approve the Financial Statements and Payables; seconded by Director Morley. Motion passed unanimously.
  - b. Next Regular Meeting Date – Scheduled for July 7, 2021 at 1:00 P.M.
10. Consider an Executive Session pursuant to 24-6-402(4)(b) for the purpose of conferring with legal counsel regarding commercial property owner request for District No. 3 funding of certain improvements required for property owner’s development: Director Randle Case II moved to enter into Executive Session pursuant to 24-6-402(4)(b) for the purpose of conferring with legal counsel regarding commercial property owner’s request for District funding of certain improvements desired for development of the owner’s commercial property; seconded by Director Geditz. Motion passed unanimously at 1:39 p.m. Director Randle Case II moved to close the Executive Session and go back into regular meeting; seconded by Director Geditz. Motion passed unanimously at 1:46 p.m.
- Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of the District’s attorney, constitutes privileged attorney-client communication pursuant to § 24-6-402(4)(b), C.R.S. Also pursuant to § 24-6-402(4), C.R.S., the Board(s) did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.
11. Adjournment: The Board adjourned the meeting at 1:48 p.m.

Respectfully Submitted,

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By: Kristina Kulick for the Recording Secretary