



**MINUTES OF SPECIAL MEETINGS
OF THE BOARDS OF DIRECTORS OF THE
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3
DECEMBER 22, 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, December 22, 2021 at 1:00 p.m., at 119 Wahsatch Avenue, Colorado Springs, Colorado 80903, and via video and telephone conference.

In attendance were Directors:

Les Krohnfeldt, Vice President/Treasurer
James Morley, Secretary
Kyle Geditz, Asst. Secretary

Excused Directors

Lindsay Case, President
Randle W. Case II, Asst. Secretary

Also in attendance were:

Kevin Walker, WSDM
Rebecca Hardekopf, WSDM (Via phone)

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 1:04 p.m. by Vice President Les Krohnfeldt.

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

Vice President 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 reviewed the agenda
4. Discussion of Master Drive/Cottages Annexation and Inclusion Agreements – It was moved to have the Board enter into Executive Session pursuant to C.R.S. §24.6.402(4) (e) for the purpose of determining postings for developing negotiating positions for the fair and equitable cost considerations for the developer of the Master Drive Commons project and for instructing negotiators by Vice President Krohnfeldt, second by Director Geditz at 1:06 PM 12/22/21; the motion passed unanimously.

A motion to come out of executive session was made by Vice President Krohnfeldt, second by Director Geditz at 1:17 PM: that motion passed unanimously.

5. Public Comment: There was no public comment.
6. Legal Matters for 2022 Director Elections: No discussion.
7. 11. Adjournment: The Board adjourned the meeting at 1:18 P.M.

Respectfully Submitted,



By: Recording Secretary