



**MINUTES OF SPECIAL MEETINGS
OF THE BOARDS OF DIRECTORS OF THE
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3
JULY 20, 2022 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, July 20, 2022 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, President
James Morley, Secretary
Randle W. Case II, Vice President/Treasurer
Jack Amberg, Asst. Secretary
Kyle Geditz, Asst. Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron
Kevin Walker, WSDM
Rebecca Hardekopf, WSDM
Braden Hammond, BiggsKofford

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 PM by President Krohnfeldt.
2. Declaration of Quorum/Director Qualifications/Disclosure Matters: 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: The Board approved the Agenda as presented.
4. Approval of the June 1, 2022 Joint Meeting Minutes: Director Geditz moved to approve the June 1, 2022 Joint Meeting Minutes; seconded by Director Case II. Motion passed unanimously.
5. Review and Consider Approval for the 2021 Audit: Mr. Hammond with BiggsKofford presented the 2021 Audit. He noted they expect to issue a clean, unqualified opinion for all three districts. Mr. Allen commented that the District No. 3 Budget was not amended and clarified it was just a column heading error. Mr. Walker will review the Audit to be sure it does not reflect an amended budget or budget violation. After review, Director Case II moved to approve the 2021 Audit for Districts 1, 2 and 3; seconded by Director Geditz. Motion passed unanimously.
6. District Manager Report
 - a. The Cottages Master Drive Opt-Out Update: Mr. Walker reported the funds were received and checks have been issued to close out the tier expenditures. There was an additional \$400,000 remaining and Mr. Walker would like to discuss how to spend those funds at the next Board meeting.
 - b. Park Update and Review: Mr. Walker reported the plat has been submitted for recording and the District will officially be the owners in the next week or two.
 - c. District 20 School Site Discussion: Mr. Walker discussed the 5-acre site that was given to the District 20 by Keller. Mr. Walker sent a letter to District 20 requesting information on what their plan is with the site.
 - d. Concrete Fence Repair Cumbre Vista East of Park: Mr. Walker discussed repairs needed on the concrete fence east of the park in Cumbre Vista. He noted the fence is over 10 years old and is no longer under warranty. Mr. Walker is getting bids for repairs and this item is in process.
7. Development Updates: The Board discussed development updates and activity at Marksheffel and Woodmen. Mr. Walker noted the traffic signal fee is on hold but anticipates it being in place by the end of the year.
8. Public Comment: There was no public comment.
9. Legal Matters:
 - a. Marksheffel Road IGA (District Contribution Limited to Escrow Deposit): Mr. Walker noted this item is in progress.
10. Financial Matters
 - a. Consider Approval of Unaudited Financial Statements and Payables: Director Geditz moved to approve the Unaudited Financial Statements and Payables; seconded by Director Case II. Motion passed unanimously.
 - b. Discuss Tier Reimbursement Schedule and use of proceeds from The Cottages Master Drive: Mr. Walker requested the Board table this item until the next Board meeting.

- c. Discuss Modification of Fees to assist in East Park funding: Mr. Walker requested the Board table this item until the next Board meeting.

11. Adjournment: The Board adjourned the meeting at 1:31 PM.

- a. Next Regular Meeting Date – Scheduled for August 3, 2022, at 1:00 PM. The Board agreed to cancel the August meeting and meet in September.

Respectfully Submitted,



By: Recording Secretary