



**MINUTES OF REGULAR MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
NOVEMBER 2, 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, November 2, 2022 at 1:00 p.m., at 119 Wahsatch Avenue, Colorado Springs, Colorado 80903, and via video teleconference.

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

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: Director Geditz moved to approve the Agenda as presented; seconded by Director Case II. Motion passed unanimously.
4. Approval of the September 7, 2022 Joint Meeting Minutes: Director Geditz moved to approve the September 7, 2022 Joint Meeting Minutes; seconded by Director Case II. Motion passed unanimously.
5. District Manager Report
  - a. Shiloh Mesa Park Update and Review: Mr. Walker reported he has been working with Mr. Allen and Aspen View to get the proper deed to the properties. The dirt work is completed at the site and the landscape architect ordered an updated topographic survey for the final design. Once the plans are done, they will be submitted to the City in January or February. After approvals and bids are complete, construction work is anticipated to start by July 2023.
  - b. District 20 School Site Discussion: Mr. Walker reported he reached out to District 20's new Projects Facilities Superintendent but is waiting to hear back. Mr. Walker intends to take the issue to the School Board.
  - c. Concrete Fence Repair Cumbre Vista East of Park: Mr. Walker reported he has reached out to a few people who may be able to do the repairs and is waiting to hear back.
6. Development Updates: Ms. Hardekopf reported there are 19 pending buck slips for development and the majority are for commercial. Mr. Walker noted that Challenger asked if they could opt-out their single-family piece in a similar deal that was done with The Cottages. This may be an item for the Board to consider in the future.
7. Public Comment: There was no public comment.
8. Legal Matters:
  - a. Consider Approval of Resolution Calling May 2, 2023 Director Election: Ms. Hardekopf presented the Resolution Calling May 2, 2023 Director Election. Director Geditz moved to approve the Resolution Calling May 2, 2023 Director Election; seconded by Director Case II. Motion passed unanimously.
  - b. Consider Approval of 2023 Annual Administrative Resolution: Ms. Hardekopf presented the 2023 Annual Administrative Resolution. She recommended the Director's fee be paid out of District No. 2. Director Geditz moved to approve the 2023 Annual Administrative Resolution; seconded by Director Case II. Motion passed unanimously.
  - c. Review and Consider Approval of WSDM – District Managers Engagement Letter: Ms. Hardekopf presented the WSDM – District Managers Engagement Letter. Director Geditz moved to approve the WSDM - District Managers Engagement Letter; seconded by Director Case II. Motion passed unanimously.
  - d. Review and Consider Approval of District 1 BiggsKofford 2022 Audit Engagement Letter: Director Geditz moved to approve District 1 BiggsKofford 2022 Audit Engagement Letter; seconded by Director Case II. Motion passed unanimously.

- e. Review and Consider Approval of District 2 BiggsKofford 2022 Audit Engagement Letter: Director Geditz moved to approve District 2 BiggsKofford 2022 Audit Engagement Letter; seconded by Director Amberg. Motion passed unanimously.
  - f. Review and Consider Approval of District 3 BiggsKofford 2022 Audit Engagement Letter: Director Geditz moved to approve District 3 BiggsKofford 2022 Audit Engagement Letter; seconded by Director Case II. Motion passed unanimously.
  - g. Consider and Discuss Existing Facility Platting Fee and Shiloh Mesa Park Improvements: The Board discussed applying the existing Facility Platting fee for Shiloh Mesa Park improvements now that the tiers are paid off. The Board discussed if the fee amount is still reasonable for the cost and the service provided by the District. Mr. Walker noted the fee has not been increased since 2013 and costs have gone up substantially and the park size has been expanded. After review and determining the fee is reasonable for the Shiloh Mesa Park improvements, Director Case II moved to direct WSDM to utilize the fee revenues for that purpose; seconded by Director Geditz. Motion passed unanimously.
9. Financial Matters
- a. Consider Approval of Unaudited Financial Statements and Payables: Ms. Hardekopf presented the Unaudited Financial Statements and Payables. Director Case II moved to approve the Unaudited Financial Statements and Payables; seconded by Director Geditz. Motion passed unanimously.
  - b. Public Hearing on 2022 Budget Amendment: Director Geditz moved to open the Public Hearing on 2022 Budget Amendment; seconded by Director Case II. Motion passed unanimously. Ms. Hardekopf presented the 2022 Budget Amendment. Director Amberg moved to close the Public Hearing; seconded by Director Case II. Motion passed unanimously.
    - i. Consider Adoption of District 1 Resolution Amending 2022 Budget: Director Case II moved to approve District 1 Resolution Amending 2022 Budget; seconded by Director Geditz. Motion passed unanimously.
    - ii. Consider Adoption of District 2 Resolution Amending 2022 Budget: Ms. Hardekopf confirmed there is no Amendment needed for District 2.
    - iii. Consider Adoption of District 3 Resolution Amending 2022 Budget: Ms. Hardekopf confirmed there is no Amendment needed for District 3.
  - c. Public Hearing on 2023 Budget: Director Geditz moved to open the Public Hearing on 2023 Budget; seconded by Director Case II. Motion passed unanimously. Ms. Hardekopf presented the 2023 Budget. Director Amberg moved to close the Public Hearing; seconded by Director Case II. Motion passed unanimously.
    - i. Consider Adoption of District 1 Resolution Approving 2023 Budget: Director Case II moved to adopt District 1 Resolution Approving 2023 Budget; seconded by Director Geditz. Motion passed unanimously.
    - ii. Consider Adoption of District 2 Resolution Approving 2023 Budget: Director Case II moved to adopt District 2 Resolution Approving 2023 Budget; seconded by Director Geditz. Motion passed unanimously.
    - iii. Consider Adoption of District 3 Resolution Approving 2023 Budget: Director Case II moved to adopt District 3 Resolution Approving 2023 Budget; seconded by Director Geditz. Motion passed unanimously.

10. Adjournment: The Board adjourned the meeting at 1:30 PM.

- a. Next Regular Meeting Date – Scheduled for December 7, 2022 at 1:00 PM. The Board discussed the December meeting may be cancelled.

Respectfully Submitted,

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By: Recording Secretary