

**MINUTES OF REGULAR MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
APRIL 6, 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, April 6, 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 (Excused)  
Randle W. Case II, Vice President/Treasurer  
Kyle Geditz, Asst. Secretary (Via phone)

Also in attendance were:

K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron (Via phone)  
Kevin Walker, WSDM  
Rebecca Hardekopf, WSDM  
Jack Amberg, New WHMD#2 Director  
Colleen Murphy, Cumbre Vista Resident

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 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.

*Walker Schooler District Managers*  
614 N. Tejon St., Colorado Springs, CO 80903  
(719) 447-1777 [www.wsdistricts.co](http://www.wsdistricts.co)

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; seconded by Director Case II. Motion passed unanimously.
4. Approval of the March 2, 2022 Meeting Minutes: Director Case II moved to approve the March 2, 2022 Meeting Minutes as presented; seconded by Director Geditz. Motion passed unanimously. The Board agreed to discuss 8. Legal Matters first and then continue with the Agenda.
5. District Manager Report
  - a. Park Update and Review: Mr. Walker reported they are moving forward with the final design of the park. Aspen View should be dedicating the park to the District in the next 30 to 60 days and construction is set to begin in the Fall. The four phases of the design plan are the playground and turf area first, second is the dog park, third is the additional trail and gazebo, and fourth is the BMX track.
  - b. Community Garden change out: Mr. Walker discussed the Community Garden was not very effective and there was limited interest in the past four years, so it was decided to convert it to a dog park. Since it was decided to be a dog park, there have been a few people call to say they would like a community garden. Mr. Walker suggested if a neighbor could commit to take it over and help run it, then an area could be dedicated for a community garden.
  - c. BID at Woodmen and Marksheffel Park: Mr. Walker explained the Business Improvement District is overlaying the Metro District and restricted to one mill on top of the District's 30+ mills. The District is working on agreements to share some of the funds with the BID so they can maintain their landscaping.
  - d. May 2022 Director Election Report District No. 2; Director Vacancy: Mr. Walker reported the Elections for Districts 1-3 have been cancelled and the candidates are considered elected and can take office anytime after May 3<sup>rd</sup>. Once the State receives the Oaths of Office which can be done at the next Board meeting, they can be eligible to participate at the Board meeting in June. The Board discussed the vacancy in District Nos. 1 and 3, and that Director Geditz can be appointed. Mr. Allen confirmed the Board can hold joint meetings of all three Districts or separate them and hold separate meetings if needed.
6. Development Updates: There was no discussion.
7. Public Comment: Ms. Colleen Murphy introduced herself as a resident of Cumbre Vista and commented that she was attending the meeting to get a better understanding of how metro districts are governed.
8. Legal Matters

- a. Consider approval of Landscape Maintenance Agreement between District No. 2 and City of Colorado Springs for Black Forest Road: Mr. Walker presented the Landscape Maintenance Agreement between District No. 2 and City of Colorado Springs for Black Forest Road. The City is now ready to move forward with the Agreement. Director Geditz moved to approve the Landscape Maintenance Agreement between District No. 2 and City of Colorado Springs for Black Forest Road and authorize the appropriate District Officer to sign; seconded by Director Case II. Motion passed unanimously.
- b. Consider approval of The Cottages Master Drive Opt-Out - Declaration of Restriction and Covenants Fair and Equitable Cost Participation Agreement: Mr. Walker presented The Cottages Master Drive Opt-Out - Declaration of Restriction and Covenants Fair and Equitable Cost Participation Agreement. Last month the Board approved an agreement that The Cottages will be allowed to develop with a payment of 72% of their discounted cash flow that they would have paid if they were in the District. Mr. Walker noted the final agreement has not been reviewed by Mr. Allen yet. Director Case II moved to approve The Cottages Master Drive Opt-Out - Declaration of Restriction and Covenants Fair and Equitable Cost Participation Agreement subject to Mr. Allen and Mr. Walker's final review and acceptance of The Cottages comments; seconded by Director Geditz. Mr. Walker noted the City is reviewing their final plat, and Mr. Walker told Mr. Peele he does not want them to record the final plat before the Agreement is in place. Motion passed unanimously.

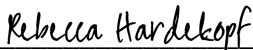
9. Financial Matters

- a. Consider Approval of Unaudited Financial Statements and Payables: Mr. Walker presented the Unaudited Financial Statements and Payables. Director Geditz moved to approve the Unaudited Financial Statements and Payables; seconded by Director Case II. Motion passed unanimously. The Board discussed that District No. 1 is funded by District Nos. 2 and 3.
- b. Discuss use of proceeds from The Cottages Master Drive Opt-Out agreement: Mr. Walker noted the funds are unrestricted but would like to further discuss when Director Morley is present.

10. Adjournment: Next Regular Meeting Date – Scheduled for May 4, 2022, at 1:00 P.M. The Board adjourned the meeting at 1:32 P.M.

Respectfully Submitted,

DocuSigned by:



4A1832EF5746405...

By: Recording Secretary

*Walker Schooler District Managers*  
614 N. Tejon St., Colorado Springs, CO 80903  
(719) 447-1777 [www.wsdistricts.co](http://www.wsdistricts.co)