



**MINUTES OF REGULAR MEETINGS  
OF THE BOARDS OF DIRECTORS OF THE  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
MAY 4, 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, May 4, 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 (Via phone)  
Randle W. Case II, Vice President/Treasurer (Via phone)  
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 (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 1:00 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. 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 President Krohnfeldt. Motion passed unanimously.
4. Approval of the April 6, 2022 Joint Meeting Minutes: Director Geditz moved to approve the April 6, 2022 Joint Meeting Minutes as presented; seconded by President Krohnfeldt. Motion passed unanimously.
5. Oath of Office for Newly Elected Directors: Mr. Allen confirmed that the newly elected Director, Jack Amberg and the reelected Directors Krohnfeldt and Geditz will need to complete their Oaths of Office in the next few days.
6. Consider Appointment to Vacancies; Election of Assistant Secretary Office: Mr. Walker explained there is a Board vacancy on Districts 1, 2, and 3 due to Mr. Lindsay Case's retirement. Director Case II moved to appoint Kyle Geditz to District No. 2; seconded by Director Morley. Motion passed unanimously.
7. District Manager Report
  - a. The Cottages Master Drive Opt-Out update: Mr. Walker reported there is an agreement between The Cottages and the District. They are expected to close on their loan in mid-May which will trigger their first payment to the District and 45 to 60 days after that they will make their second payment. He noted language was added to the agreement that if they do not move forward with their project and record plats, they will not owe the money.
  - b. Park Update and Review: Mr. Walker reported they are waiting on information from Aspen View, so park construction will likely be delayed to next year.
  - c. Community Garden Update: Mr. Walker reported the community garden was closed and the new dog park is open. Ms. Hardekopf noted she will contact the two residents who are interested in starting a new community garden but so far, they are the only ones who have expressed interest.
  - d. BID at Woodmen and Marksheffel Park: Mr. Walker explained there is a BID at Woodmen and Marksheffel and they need an intergovernmental agreement between District No. 3 and their BID on how they are going to share monies for maintenance. They are still working on finalizing the agreement, but Mr. Walker suggested authorizing the IGA upon approval by the District Manager and legal counsel. After discussion, the Board decided they would take no action today and will address this item at the next meeting.
8. Development Updates: The Board discussed development updates. Director Geditz discussed development in the area by the church and noted that Big O Tires is currently under construction. Ms. Hardekopf discussed commercial submittals she has received for the area including a Freddie's, Slim Chickens, a car wash, and others. The Board discussed the draft agreement with the City that closes out the commitment to Marksheffel. Mr. Walker will get the final agreement submitted in the next 30 days. Mr. Walker reported the wetlands issue in the Woodmen Road Metro District, with Mr. Gatto's property, is unresolved due to not being able to meet with the Corp of Engineers.
9. Public Comment: There was no public comment.

10. Legal Matters: Mr. Walker discussed the House Bill 22-1363 that will modify new service plans and includes a provision that says you cannot be a Board member if you are also buying debt. They also added an amendment that restricts the debt amounts to 400 base points over MMA and restricted the length of time that bonds can be outstanding to 30 years. Mr. Walker will be testifying tomorrow at the Senate in hopes to kill the bill. The bill would have negative impacts to future metro districts and large developments.
  
11. Financial Matters
  - a. Consider Approval of Unaudited Financial Statements and Payables: Director Morley moved to approve the Unaudited Financial Statements and Payables as presented; seconded by Director Geditz. Motion passed unanimously.
  - b. Discuss use of proceeds from The Cottages Master Drive Opt-Out agreement: The Board agreed to discuss this item at the next meeting.
  
12. Adjournment: Next Regular Meeting Date – Scheduled for June 1, 2022, at 1:00 PM. Mr. Walker noted the Audit should be available for review at the June meeting. The Board cancelled the July meeting. The Board adjourned the meeting at 1:31 PM.

Respectfully Submitted,

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By: Recording Secretary