



**RECORD OF PROCEEDINGS
MINUTES OF THE COMBINED SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF
WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 11**

HELD: Thursday, March 21, 2024, at 11:00 a.m. at 6795 Crystal Downs Drive, Windsor, Colorado 80550

ATTENDANCE:

The special meeting of the Boards of Directors of the Windsor Highlands Metropolitan District No. 11 (collectively, the “Board”) was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Directors Jon Turner, Warren Turner, and Emily Kupec were physically present

Martha Turner and Dino DiTullio were absent and excused.

Guy Johnson, Jackie Johnson were present from the District and David S. O’Leary of Spencer Fane LLP, along with homeowner, please see the sign in sheets for attendance.

CALL TO ORDER:

Director Emily Kupec called the District meetings to order at 11:00 a.m.
And introductions of the board were made.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:

Mr. O’Leary reported that all the Board members are registered to vote in Colorado and are residents and/or owners of taxable real or personal property within the Districts. Mr. Johnson informed the Board that the official bonds had been obtained with our insurance and that all the Board members had been administered the Oaths of Office. Thereupon, the directors assumed their duties as members of the Board of Directors.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Mr. O’Leary discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and with the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director is to verbally reveal his potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise.

CONSIDER APPROVAL OF AGENDA:

The Board reviewed the agenda for today’s meeting, March 21, 2024.

Upon motion duly made by Director Emily Kupec, seconded by Director Warren Turner, and unanimously carried to approve the agenda with the above-mentioned change.

CONSIDER APPROVAL OF MINUTES:

The meeting minutes of November 30, 2023, meeting was presented and discussed,

Upon motion duly made by Director Emily Kupec, seconded by Director Warren Turner, and unanimously carried to approve the meeting minutes of November 30, 2023.

PUBLIC COMMENTS: At this time Director Jon Turner, opened the meeting for public comments, there was no further comments.

CONSIDER APPROVAL AND RATIFICATION OF AUDIT AND AUDIT EXEMPTION:

Mr. Johnson reviewed with the Board preparing for the 2023 exemptions. It was noted that if revenues or expenditures for a district are less than \$750,000.00 in 2023, the district may file application for Exemption from Audit on or before March 31st. After further discussion on the matters and.

Upon motion duly made by Director Emily Kupec, seconded by Director Warren Turner, and unanimously carried to authorize Mr. Johnson to file online for District No. 11 2023 application for exemptions from audits as appropriate and to take such further action as necessary to complete and file these documents with the necessary state agencies.

FINANCIAL REPORT:

CONSIDER APPROVAL OF PAYABLES

Mr. Johnson reviewed with the Board the expenditures for WHMD No. 11 November 2023 through February 2024 with the total of \$345,882.68. After further discussion on the matters,

Upon motion duly made by Director Emily Kupec, seconded by Director Warren Turner, and unanimously carried, the Board approved the payable of WHMD No. 11 November 2023 through February 2024 with the total of \$345,882.68.

DISTRICT LEGAL COUNSEL REPORT:

Mr. O’Leary stated there was nothing further to add.

DISTRICT MANAGERS REPORT:

Mr. Johnson reviewed and discussed the managers’ report for WHMD 1-10 with the Boards.

1. Site work:
 1. Working on drainage around the site (issues with drainage coming out of pond 5)
 2. Confirm non-potable watering dates.
 3. Tree replacement?
 4. Pumps have been ordered for the pump house
 5. Working out issue with a column that fell down on Balcarrick
3. Website:
 - a. Website is updated for all Districts, will add documents as needed
4. Office:
 - a. District Audit exemptions are completed.

BOARD MEMBER OR GOLF COURSE NON-POTABEL WATER RATES AND AVAILABILTIY:

Mr. Johnson states that the levels of Pond H need to be set to the rip rap, after further discussion, Director Jon Turner stated he would like to discuss this further with the District Manager.

OTHER MATTERS:

There were no other matters to be presented

ADJOURNMENT:

Upon confirmation that there were no additional matters and following a request and receiving no further discussion, upon motion duly made by Director Jon Turner, seconded Director Warren Turner, and unanimously carried, the Board adjourned the March 21, 2024, No. 11 at 11:43 am.

The foregoing minutes constitute a true and correct copy of the minutes of the above-referenced meeting and were approved by the Board of Directors of Windsor Highlands Metropolitan District No. 11.



Guy D. Johnson Secretary for the meeting