



**RECORD OF PROCEEDINGS
MINUTES OF THE JOINT ORGANIZATIONAL MEETING
OF THE BOARDS OF DIRECTORS OF
WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 1-10**

HELD: Wednesday, July 01, 2020 at 10:00 a.m. at 6795 Crystal Downs Drive, Windsor, Colorado 80550

ATTENDANCE:

The joint organizational meeting of the Boards of Directors of the Windsor Highlands Metropolitan District Nos. 1-10 (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:

Director Dino DiTullio, Director Mike DiTullio, Director Jennifer DiTullio and Director Any Krill, was present via telephone,

Director Jon Turner, Director Martha Turner, Director Emily Kupec, Director Pat Miller, District Manager Guy Johnson from the District, and David O'Leary of Spencer Fane was physically present.

Director Ed Ryan, and Director Chris Frye was absent and excused.

CALL TO ORDER:

Director Jon Turner called the meeting to order at 10:04 a.m.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:

All of the Board members are registered to vote in Colorado and are residents and/or owners of taxable real or personal property within the Districts. The Board was informed that the official bonds had been obtained and that all of 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:

Guy Johnson 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 the Secretary of 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.

DISCUSSION OF OPEN MEETING REQUIREMENTS/POSTING REQUIREMENTS:

Guy Johnson discussed the open meeting requirements and the posting requirements for the Districts, noting that any non-social meeting of three or more of the directors constituted an official meeting, and that notice of a meeting for the Districts is to be (1) provided to each Board member, and (2) posted in at least three public places within the Districts at least 72 hours in advance of the meeting, and (3) at the same time, a copy of such notice is to be posted at the office of the County Clerk and Recorder. If possible, the posting should include specific agenda information. Mr. Johnson further noted that notice of this joint organizational meeting had been so posted.

APPROVAL OF RESOLUTION ESTABLISHING ELECTRONIC BOARD MEETING POLICY:

Mr. O'Leary discussed the Resolution Establishing Electronic Board Meeting Policies, and the Declaration of Local Disaster Emergency, noting that due to the state stay at home orders and COVID-19 virus concerns for the health, safety and welfare of the board, residents and interested parties telephonic or electronic meetings should be held for the time being. There was no further discussion

Upon motion made by Director Jon Turner and seconded by Director Pat Miller and Director Martha Turner and unanimously carried to approve the Resolution Establishing Electronic Board Meeting Policy and the Declaration of Local Disaster Emergency.

APPROVAL OF AGENDA:

The Board reviewed the agenda,

Upon motion was made by Director Martha Turner and seconded by Director Pat Miller and Jennifer DiTullio, Director Jon Turner and unanimously carried to approve the agenda.

APPROVAL OF MINUTES:

The meeting minutes of December 5, 2019 was presented and discussed,

Upon motion made by Director Jon Turner, seconded by Director Pat Miller, Director Martha Turner and Director Jennifer DiTullio and unanimously carried to approve the meeting minutes of December 05, 2019.

APPROVAL & RATIFICATION OF PAYABLES FROM DECEMBER 2019 – June 2020:

Guy Johnson presented the payables for WHMD 1-5 December 2019 – June 2020 totaling \$562,703.17, with no further discussion,

Upon motion made by Director Jon Turner and seconded by Director Emily Kupec and Director Martha Turner and unanimously carried to approve the payables for December 2019 – June 2020 totaling \$562,703.17.

Guy Johnson presented the payables for WHMD 6-10 December 2019 – June 2020 totaling \$3,166,016.94, with no further discussion,

Upon motion made by Director Jon Turner and seconded by Director Emily Kupec and unanimously carried to approve the payables for December 2019 – June 2020 totaling \$3,166,016.94

APPROVAL & RATIFICATION OF THE PROMISSORY NOTE:

Mr. Guy Johnson stated the WHMD 1-5 Promissory note required renewal yearly; Mr. Johnson noted the only change was the addition of interest for the prior year,

Upon motion duly made by Director Jon Turner, seconded by Director Dino DiTullio, Director Pat Miller and unanimously carried, the Board approved the WHMD 1-5 Promissory Note.

Mr. Guy Johnson stated the WHMD 6-10 Promissory note required renewal yearly; Mr. Johnson noted the only change was the addition of interest for the prior year,

Upon motion duly made by Director Jon Turner, seconded by Director Emily Kupec and Director Martha Turner and unanimously carried, the Board approved the WHMD 6-10 Promissory Note.

APPROVAL & RATIFICATION TO AMEND 2019 BUDGET:

Guy Johnson presented to the Board the need to Amend the District #4, #5, #8, and #9 Budgets to reflect the bonds and bond draws that was issued in 2019

Upon motion duly made by Director Jon Turner, seconded by Director Dino DiTullio, Director Pat Miller, Director Emily Kupec and unanimously carried, the Board approved the WHMD #4 & WHMD #5 Amended Budget for 2019

Upon motion duly made by Director Jon Turner, seconded by Director Emily Kupec and unanimously carried, the Board approved the WHMD #8 & WHMD #9 Amended Budget for 2019

Guy Johnson presented the need for the Board to review Draft Audits, however, we have not received them from the auditors at this time. Draft audits would be e-mailed to the board once received. Then Final would be reviewed later in the year when submitted at next board meeting.

DISTRICT LEGAL COUNSEL REPORT:

Mr. O’Leary stated that the May Election was cancelled due to no one running encumbered, all Oaths of Office have been filed. Jon Turner asked if the District had procedure for the retiring Board Members such as Mike DiTullio, Jennifer DiTullio and Dino DiTullio, who would be tendering their resignations in the following days with a plaque to hang in the clubhouse in honor of their service or a TPC gift certification. Mr. Turner will handle parting gifts.

DISTRICT MANAGERS REPORT:

Mr. Guy Johnson presented WHMD 1-5 Managers Report:

1. Site Work:

Highland Meadows Parkway, trees on south side of community were replaced and removed some in medium where new turn lane is to be put in. Now we have about 12 more trees to replace, which will happen in late August.

- a. Working on pump house in tract H, will turn over to District No. 11.
- b. District No. 11 through Golf Course leasee is invoicing all non-potable water.
- c. Have bond in District No. 8 set up and applying for draws for road construction. Third draw coming.
- d. Developer and District working to widening CR 5 or Fairgrounds.
- e. Working with Builder on Drainage on new Townhomes, will need to add slurry wall or some kind of pump dis-charge system. Will have to set up long range maintenance plan, for District and Town of Windsor.
- f. Developer working with District will Need to complete Park, trail and all landscape in Tract H and turn over to the District.
- g. Developer needs to make sure all Covenants and or Guidelines are included in District No. 7 through 10. Or set up new ones.
- h. O and M fees is District No. 1 will need to be raised in November for 2021 to equal out Mill levy tax fees.

2. Web Site:

- a. Web site is up dated, will add documents as needed.

3. Open Space Site Work:

- i. Detention area off of Crooked Stick Drive, the native grasses are coming in. Watering twice a week, have hand spray weed control every other week. Also, broad cast weed control on whole area. As always takes a few years to fill in. Replacing a few trees.
- j. Put in drain pan and replaced some drain pan. Have added swell on north side.
- k. Have Precision Landscaping maintaining Detention area off of Crooked Stick Drive for 2020 and re-seeding a couple areas.
- l. Will get new count of trees first of June and set up for replacement.
- m. Fence stain complete 2020.

4. Pool/Clubhouse:

- a. No pool IGA's and/or agreements set up for WHMD pool.
- b. Have not sold any Out of District pool memberships due to COVID -19.
- c. Set up reservation system. Bought one already made.
- d. Pool limited to 50 people at a time.
- e. Have added new chlorine injection system.

5. Web Site:

- b. Web site is up dated, will add documents as needed.

6. Office:

- a. Having residents signing up on web site, all e-mails will come from web site.
- b. District Audits are being worked on, will complete late July.

Mr. Guy Johnson presented WHMD 6-10 Managers Report:

Site Work:

Working on pump house in tract H, will turn over to District No. 11.

Have added on Districts, No.7: O and M fees to status letters.

Have bond in District No. 8 set up and applying for draws for road construction. Third draw coming.

Developer and District working to widening CR 5 or Fairgrounds.

Working with Builder on Drainage on new Townhomes, will need to add slurry wall or some kind of pump dis-charge system. Will have to set up long range maintenance plan, for District and Town of Windsor.

Developer and District working to complete Park, trail and all landscape in Tract H.

Developer needs to make sure all Covenants and or Guidelines are included in District No. 7 through 10. Or set up new ones.

Web Site:

Web site is up dated, will add documents as needed.

OTHER MATTERS:

Jon Turner noted there was no other matters before the board and closed this portion of the meeting.

PUBLIC COMMENTS: (Public comments is open forum; District tries to get all comments in minutes)

The Board opened the floor for Public Comments and recognized Homeowner Michael Cerwinka of 6009 Crooked Stick Drive present, Mr. Cerwinka just wanted to state he is very appreciative of the concrete drain that was put in through the open space behind his house and it works fantastic, just wanted the board to know what a great job Guy Johnson did to help with this issue. The board noted no other homeowners present and this portion of the meeting was closed

ADJOURNMENT:

Guy Johnson asked The Board to take a short recess to review the meeting minutes and approve the provided by Guy Johnson,

Upon motion duly made by Director Jon Turner, seconded by Director Martha Turner and Director Pat Miller and unanimously carried, the Board approved the July 01, 2020 Meeting Minutes
Following no further discussion

Upon motion duly made by Director Jon Turner, seconded by Director Martha Turner and unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Windsor Highlands Metropolitan District Nos. 6-10 at 10:22a.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of Windsor Highlands Metropolitan District Nos. 1-10.



Guy D. Johnson, Secretary for the Meeting