



**RECORD OF PROCEEDINGS
MINUTES OF THE JOINT ORGANIZATIONAL MEETING
OF THE BOARDS OF DIRECTORS OF
WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 5-10**

HELD: Wednesday, March 23, 2022 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. 5-10 (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 Jon Turner, Director Warren Turner, Director Emily Kupec, and District Management Guy Johnson, & Jackie Johnson, David O'Leary of Spencer Fane was physically present.

Shasta Johnson (District Management) was present via Zoom.

Director Martha Turner and Director Andrew Krill was absent and excused. No homeowners were present.

CALL TO ORDER:

Director Jon Turner called the meeting to order at 10:01 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 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. The posting did include specific agenda information. Mr. Johnson further noted that notice of this joint organizational meeting had been posted on the web site.

APPROVAL OF AGENDA:

The Board reviewed the agenda, with no changes to the agenda presented,

Upon motion was made by Director Emily Kupec and seconded by Director Jon Turner unanimously carried to approve the agenda.

APPROVAL OF MINUTES:

The meeting minutes of December 7, 2021 was presented and discussed,

Upon motion made by Director Emily Kupec and seconded by Director Warren Turner; and unanimously carried to approve the meeting minutes of December 7, 2021.

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

The Board opened the floor for Public Comments

Seeing no further Public Comments Upon motion duly made by Director Jon Turner, seconded by Director Emily Kupec and unanimously carried, to closed the Public Comment portion of the meeting.

APPROVAL & RATIFICATION OF PAYABLES FROM DECEMBER 2021 – February 2022:

Guy Johnson presented the payables for WHMD 5-10 December 2021 – February 2022 totaling \$58,488.41 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 WHMD 5-10 December 2021 – February 2022 totaling \$58,488.41.

DISTRICT LEGAL COUNSEL REPORT:

Mr. O’Leary stated Tract A was to be transferred to District #6 and Tract B was to be transferred to District#11

Mr. O’Leary stated the 2022 Election was canceled, since no one turned in a self-nomination form.

DISTRICT MANAGERS REPORT:

1. Site Work:

- a. Fence inspections and get long term plan going for fence replacements.
- b. Will check site for dead trees in June, will replace as budget allows.
- c. Working with Landmark on taking over maintenance in the fall for District No. 7, Country Farms Villages.
- d. Assisting in new site developments and overseeing District items.
- e. Checking on detention areas and cleaning drain pans.
- f. Working on Detention Pond/storage in District No. 6, & No. 7.
- g. Will turn over pump house to District No. 11.
- h. Golf Course lease will raise non-potable rates. From 1.50 to 1.75 per 1000/gallons.

Keep in mind Town of Windsor water rates at \$5.57 and \$8.32, then tier 3 at \$12.40 per thousand. Also; water shares, Golf Course is allowed to use about 50 to 70% of our water shares values to get more water we have to lease more water/shares.

2. Web Site:

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

3. Office:

- a. District Audits exemption were completed, put on State web site, along with link from DOLA.
- b. residents signing up on web site, all e-mails will come from web site.
- c. District Audits were completed in July, put on State web site, along with link from DOLA.
- d. New audits for 2021, start in May of 2022.

OTHER MATTERS: None.

ADJOURNMENT:

Following no further discussion

Upon motion duly made by Director Jon Turner, seconded by Director Emily Kupec and unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Windsor Highlands Metropolitan District Nos. 5-10 at 10:39 a.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. 5-10.



Guy D. Johnson, Secretary for the Meeting