



**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 21, 2023, 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 Warren Turner, Director Emily Kupec Director, and Brendan Desmond of Spencer Fane were present via teleconference, Director Jon Turner, Director Martha Turner, and District Management Guy Johnson, & Jackie Johnson, were physically present. One homeowner was present, please see sign sheet.

CALL TO ORDER:

Director Emily Kupec 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 at least one public place 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 Warren Turner unanimously carried to approve the agenda.

APPROVAL OF MINUTES:

The meeting minutes of November 30, 2022, was presented and discussed,

Upon motion made by Director Emily Kupec and seconded by Director Martha Turner; and unanimously carried to approve the meeting minutes of November 30, 2022.

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

The Board opened the floor for Public Comments

With no comments currently,

Upon motion duly made by Director Emily Kupec and seconded by Director Jon Turner and unanimously carried, to close the Public Comment portion of the meeting.

CONSIDER APPROVAL OF THE RESOLUTION OF AUDIT EXEMPTION FILING ON-LINE:

Mr. Johnson presented the Resolution to file the audit exemptions on-line for District No.'s 6, 7 and No. 10, with no further discussion,

Upon motion made by Director Emily Kupec and seconded by Director Warren Turner; and unanimously carried to approve the Resolution for On-line filing of the Audit Exemptions for District No. 6, No. 7, and No. 10

APPROVAL & RATIFICATION OF PAYABLES FROM November 2022 – February 2023:

Guy Johnson presented the payables for WHMD 5-10 November 2022 – February 2023 totaling \$365,736.66 with no further discussion,

Upon motion made Director Emily Kupec and seconded by Director Warren Turner; and unanimously carried to approve the payables for WHMD 5-10 November 2022 – February 2023 totaling \$365,36.66.

DISTRICT LEGAL COUNSEL REPORT:

Mr. Desmond stated with no more self-nominations than open seats the 2032 Election was canceled.

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 the new clubhouse.
- d. Working with Landmark on taking over Country Farms.
- e. Talk on Country Farms, snow removal.
- f. Assisting in new site developments.
- g. Checking on detention areas and cleaning drain pans.
- h. Working on Detention Pond/storage in District No. 6.
- i. Golf Course lease will raise non-potable rates.
- j. Inspection and or installation of sidewalks along LCR 30.
- k. Inspection on ditch work.

Web Site:

- a. The web site is updated for all Districts, will add documents as needed.

2. 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 2022 start in May of 2023.

OTHER MATTERS: None.

ADJOURNMENT:

Following no further discussion

Upon motion made by Director Emily Kupec and seconded by Director Warren Turner; and unanimously carried to approve 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 10:16 a.m.

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 Nos. 5-10.



Guy D. Johnson, Secretary for the Meeting