

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED SPECIAL MEETINGS OF

WILDWING METROPOLITAN DISTRICT NO. 1
WILDWING METROPOLITAN DISTRICT NO. 2
WILDWING METROPOLITAN DISTRICT NO. 3
WILDWING METROPOLITAN DISTRICT NO. 4
WILDWING METROPOLITAN DISTRICT NO. 5

HELD
November 16, 2022

The Coordinated Special Meeting of the Board of Directors (collectively, “Board”) of WildWing Metropolitan District No. 1, WildWing Metropolitan District No. 2, WildWing Metropolitan District No. 3, WildWing Metropolitan District No. 4, and WildWing Metropolitan District No. 5 (collectively, “Districts”) was held at 4750 Signal Tree Dr. Timnath, CO 80547 and via video and teleconference on Wednesday, November 16, 2022, at 5:30 p.m.

ATTENDANCE

WildWing Metropolitan District No. 1 Directors in Attendance:

John Troka, President/Chairman
Steve Lampo, Secretary/Treasurer
James Hibbard, Vice Chair/Asst Secretary/Asst Treasurer
Randall Black, Vice Chair/Asst Secretary/Asst Treasurer
Barbara Shaw, Vice Chair/Asst Secretary/Asst Treasurer

WildWing Metropolitan District No. 2 Directors in Attendance:

John Troka, President/Chairman
James Hibbard, Secretary/ Treasurer
Randall Black, Vice Chair/Asst Secretary/Asst Treasurer

WildWing Metropolitan District No. 3 Directors in Attendance:

Barbara Shaw, Secretary/ Treasurer

WildWing Metropolitan District No. 4 Directors in Attendance:

Steve Lampo, President/Chairman
Marshall Theissen, Vice President/Asst Secretary
(Via Video Conference)
Stuart Van Greuningen, Secretary/Treasurer

WildWing Metropolitan District No. 5 Directors in Attendance:

John Troka, President/Chairman

Also in Attendance:

David O’Leary, Esq.; Spencer Fane, LLP
Tiffany Skoglund, Kieyesia Conaway, Tracie Kaminski; Pinnacle

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Consulting Group, Inc.

Jason Woolard, and Dillon Gamber; Pinnacle Consulting Group, Inc.
(Via Video Conference)

Lana Pink and Matt Clark; Members of the Public

Approximately Nine Members of the Public (Via Video Conference)

ADMINISTRATIVE ITEMS

The Coordinated Special Meeting of the Board of Directors of WildWing Metropolitan District Nos. 1, 2, 3, 4, and 5 was called to order by Director Troka at 5:30 p.m. He noted that a quorum was present for WildWing Metropolitan District Nos. 1, 2, 3, 4 & 5, with all current Directors in attendance for each of the Districts. All Board Members also confirmed that prior to the meeting, they had been notified of the meeting and all Board Members confirmed their qualification to serve on the Boards.

COMBINED MEETINGS

The Board of Directors determined to hold a joint meeting of the Districts and to prepare joint minutes of action taken by the Districts at such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be action of all the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

MEETING NOTICE

Mr. O'Leary reported that Notice of the Coordinated Regular Board Meeting had been properly posted on the District's website at least 24 hours in advance of the meeting. The Notice also included the agenda items.

CONFLICTS OF INTEREST

Mr. O'Leary noted that notices of potential conflicts of interest for Board Members were filed. Mr. O'Leary advised the Boards that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board Members determined that the participation of the members' present was necessary to obtain a quorum or otherwise enable the Boards to act.

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AGENDA

The Boards reviewed the agenda. Following review and discussion, and upon motion duly made by Director Lampo, seconded by Director Shaw and, upon vote, it was

RESOLVED to approve the agenda, as amended to move item I E to Item I F and add Item I E – “Consider Appointment for Vacancy on Board of Directors for District Nos. 2-5, and Consider Appointment of Officer, as applicable”.

MINUTES

The minutes of the July 20, 2022 Regular Meeting were presented. Following review and discussion, and upon motion duly made by Director Shaw, seconded by Director Lampo and, upon vote, it was

RESOLVED to approve the minutes of the July 20, 2022 Regular Meeting as presented.

PUBLIC COMMENT

There were no public comments to bring before the Boards.

APPOINTMEN T OF VACANCY AND ELECTION OF OFFICERS

Director Shaw noted she would like to reappoint Doug Fair to the Board of District No.3 as Secretary and Treasurer. Director Shaw also noted she would like to be elected as President of District No.3. Following review and discussion, and upon motion duly made by Director Shaw, seconded by Director Shaw and, upon vote, it was

RESOLVED to approve electing Director Shaw as President of District No.3 and to appoint Doug Fair to serve as a Board member for District No.3 and be elected as Secretary and Treasurer.

FINANCIAL ITEMS

Ratification of Claims: Ms. Kaminski presented the check detail for the period July 14, 2022 through November 8, 2022 totaling \$211,382.69. Following review and discussion, upon motion duly made by Director Troka, seconded by Director Lampo and, upon vote, it was

RESOLVED to ratify approval of the claims for the period July 14, 2022 through November 8, 2022 totaling \$211,382.69.

Unaudited Financial Statement: Ms. Kaminski presented the unaudited financial statements for the period ending September 30, 2022 and answered questions.

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Collections Report: Ms. Kaminski presented the collections report update to the boards and answered questions.

Public Hearing Regarding the Proposed Amended 2022 Budgets: Director Troka opened the 2022 Budget Hearing to the public with a second by Director Lampo. Mr. O’Leary reported that notice of the hearing had been published in accordance with state budget law on November 9, 2022. There being no public comments on the 2022 Budget, the public hearing portion of the 2022 budget was closed by a motion made by Director Troka and seconded by Director Lampo. Ms. Kaminski summarized the amended 2022 Budget for District No. 5 noting the following change:

District No. 5:

2022 Adopted General Fund Expenses: \$16,700

2022 Amended General Fund Expenses: \$16,859

2022 Adopted Debt Service Fund Expenses: \$679,116

2022 Amended Debt Service Fund Expenses: \$679,121

Upon motion duly made by Director Troka and seconded by Director Lampo, it was

RESOLVED to approve the Resolution to Amend the 2022 Budget for District No.5.

Public Hearing Regarding the Proposed 2023 Budgets; Approval of Resolution to Adopt Budgets, and Appropriate Sums of Money:

Director Troka opened the 2023 Budget Hearing to the public with a second by Director Lampo. Mr. O’Leary reported that notice of the hearing had been published in accordance with state budget law on November 9, 2022. There being no public comment, the public hearing portion of the review of the 2023 budgets was closed by a motion made by Director Troka and seconded by Director Lampo. Ms. Kaminski summarized the 2023 Budgets which detailed estimated revenues and expenditures for each District as part of a coordinated, consolidated budget. The following fees and the mill levies to be certified in 2022 and assessed and payable to the Districts in 2023 are as follows:

District No. 1:

Mill levy is 0.000 mills

O & M Fees \$352,000

General Fund Expenditures \$618,151

Capital Fund Expenditures \$0

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Debt Service Fund Expenditures \$0

District No. 2:

Mill levy is 57.012mills

General Fund Expenditures \$487,718

District No. 3:

Mill levy is 57.091 mills

General Fund Expenditures \$296,006

District No. 4:

Mill levy is 56.282 mills

General Fund Expenditures \$317,240

District No. 5:

Mill levy is 53.669

General Fund Expenditures\$19,782

Debt Service Fund Expenditures \$715,219

After further review and discussion, and upon motion duly made by Director Troka, and seconded by Director Lampo, it was

RESOLVED to approve the Resolutions to Adopt the 2023 Budgets, set the Mill Levies, and appropriate sums of money and approve execution of the Certification of Mill Levies as amended. The District Manager and/or Accountant is authorized to make minor modifications that may be necessary following receipt of the final assessed valuation and file the necessary documents with the State, County and the Town of Timnath regarding the approval of the final budgets.

Engagement of Haynie & Company for 2022 Financial Audits: Ms. Kaminski presented the engagement of Haynie & Company for 2022 Financial Audits and answered questions. Following Further review and discussion, and upon motion duly made by Director Troka, and seconded by Director Shaw, it was

RESOLVED to approve the Engagement of Haynie & Company for 2022 Financial Audits pending discussion Ms. Kaminski will have with Haynie & Company regarding language on “significant risks” on page 29 of the agreement.

MANAGEMENT AND
OPERATIONAL
MATTERS

District Manager’s Report: Ms. Skoglund presented the district Managers Report and answered any questions. Discussion was had about the new website www.wildwingmd.live, the old website will be redirected at the end of the year.

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Approval of Worker's Compensation Exclusion Resolution: Mr. O'Leary presented the Worker's Compensation Exclusion Resolution to the Boards and answered questions. Following further review and discussion, and upon motion duly made by Director Theissen, and seconded by Director Shaw, it was

RESOLVED to approve the Worker's Compensation Exclusion Resolution.

Approval of updates to District Transparency Notices: Mr. O'Leary Presented the updated to District Transparency Notices and answered questions. Following further review and discussion, and upon motion duly made by Director Troka, and seconded by Director Lampo, it was

RESOLVED to approve the updates to District Transparency Notices pending the changes for District No.3 to add Doug Fair and Barbra Shaw to their respective positions and terms.

Operations and Maintenance Managers Report: Mr. Gamber presented the Operations and Maintenance Managers Report giving an irrigation operations update. Water usage concerns were discussed by members of the public and Mr. Gamber along with the Board maintained that water usage efficiency and improving the district irrigation system operations is a top priority of the District for 2023 and beyond and noting that as many resources as possible are being dedicated to that effort. Mr. Gamber presented the SavA tree analysis and report. The report's findings and recommendations will be used going forward for the District's tree maintenance and replacement decisions. Mr. Gamber presented the HPEC natural area summary for 2022 to the Board and answered questions. Director Black stated concerns of performance, progress, and costs associated with HPEC services. The Board requested Kristin Oles of HPEC attend the next regularly scheduled Board Meeting to present an overview of the natural areas and the 2023 plan for their maintenance and improvement and answer any questions the Board may have at the time. Mr. Gamber reviewed the status of the WW Development list of items for reconciliation and repairs in various District areas. The Board requested Mr. Gamber continue to work with WW Development to expedite their work efforts with a goal of having all outstanding items rectified by spring of 2023 including the acceptance of Phase 4 landscaping and natural areas.

Approval of 2023 Operations and Maintenance Contracts/Agreements: Mr. Gamber presented the 2023 Operations and

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Maintenance Contracts/Agreements and answered questions. Following further review and discussion, and upon motion duly made by Director Troka, and seconded by Director Shaw, it was

RESOLVED to approve the 2023 Operations and Maintenance Contracts/Agreements as follows:

- i. Affordable Pest Control
- ii. Denver Property Services
- iii. E3 Signs
- iv. Express Mulching and Soil
- v. Foothills Landscape Maintenance
- vi. GoPlay Playgrounds
- vii. High Plains Environmental Compliance
- viii. Star Playgrounds
- ix. SavAtree
- x. SWPPP Colorado
- xi. Zac George Landscape

Clyde Smith Reservoir Water Rights Discussion: Director Troka presented the Clyde Smith Reservoir Water Rights Discussion and answered questions, noting that a Clyde Smith reservoir share holder meeting will be held in December 2022 where more discussion will be had on the water transport process, each shareholder measuring water receipts throughout the year, and options to ensure the reservoir holds enough water in spring time to provide the proper amounts of water each shareholder has rights to or a contingency for years in which the reservoir is too low to provide everyone with the proper amounts of water. The District Board and Pinnacle Consulting Group, Inc. will continue to coordinate with all shareholders and the town of Timnath on reservoir operations and water rights. Updates will be provided by Director Troka and/or Pinnacle Consulting Group Inc. at the next regularly scheduled board meeting on April 19th, 2023.

Landscape Committee Report: Mr. Gamber presented the Landscape Committee Report with the Boards and answered questions as there were no Landscape Committee Members present at the Board meeting. Mr. Gamber has been in contact with the Landscape Committee via email communications and noted that the Board is waiting on recommendations from the committee on maintenance of trees throughout the District to decide whether or not to allocate maintenance resources and, if so, how much.

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LEGAL ITEMS

Approval of 2023 Annual Administrative Matters Resolution: Mr. O’Leary presented the 2023 Annual Administrative Matters Resolution to the Boards and answered questions. Following further review and discussion, and upon motion duly made by Director Theissen, and seconded by Director Van Greuningen, it was

RESOLVED to approve the 2023 Annual Administrative Matters Resolution pending updates to reflect Doug Fair for District No. 3 and adjusting Officer positions for District No. 3.

Approval of 2023 Election Resolutions: Mr. O’Leary presented the 2023 Election Resolutions to the Boards and answered questions regarding the upcoming May Election and Board Member Terms. Following further review and discussion, and upon motion duly made by Director Theissen, and seconded by Director Lampo, it was

RESOLVED to approve the 2023 Election Resolutions.

Authorize Approval of Easement agreement with Cache La Poudre Reservoir: Mr. O’Leary presented the Easement agreement with Cache La Poudre Reservoir and answered questions. Following further review and discussion, and upon motion duly made by Director Theissen, and seconded by Director Van Greuningen, it was

RESOLVED to approve the authorization of Easement agreement with Cache La Poudre Reservoir.

BOARD MEMBER ITEMS

Steve Lampo stated that he would like to go on record noting that he believes his family and himself are the target of reprisals from homeowners stemming from his service as a Board Member. These reprisal are for decisions he is a part of related to District fines assessed homeowners for damage to District lands caused by the homeowner’s contractors.

Stuart Van Greuningen requested that a dog waste station be added to District 5.

ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned at 8:26 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above reference meeting and was approved by the Boards of Directors of WildWing Metropolitan District Nos. 1-5.

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Respectfully submitted,

Kieyesia Conaway
Kieyesia Conaway, Recording Secretary