



RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED SPECIAL MEETING OF WINDSHIRE PARK METROPOLITAN DISTRICTS NO. 1 AND NO. 2.

HELD

November 11, 2014

The Coordinated Special Meeting of the Boards of Directors (collectively, "Board) of the Windshire Park Metro Districts No. 1 and No. 2, (collectively, the "Districts") was held at the Districts' office, 1927 Wilmington Drive, Suite 101, Fort Collins, Colorado 80528 on Tuesday, November 11, 2014 at 10:30 A. M. The meeting was open to the public.

Attendance:

Directors in Attendance:

Dino A. DiTullio
Michael J. DiTullio
Jonathan A. Turner
Jennifer L. DiTullio

Directors absent and excused:

Martha F. Turner

Other attendees:

David S. O'Leary- District Counsel, Guy D. Johnson, Jackie Johnson,

Notice:

Guy Johnson stated that the notice of the meeting was properly posted in four public places in District No. 2 boundaries and three public places in District No. 1 boundary at least 72 hours prior to this meeting. Notice of meeting and agenda were sent to the Weld County Clerk and Recorder for posting as required by law.

Call to Order:

The Coordinated meeting of the Boards of Directors of the Windshire Park Metro Districts No. 1 and No. 2 was called to order at **10:49 a. m.** by Director Dino DiTullio, noting that a quorum was present. District Manager, Guy Johnson confirmed that prior to the meeting each of the Directors was notified of the meeting. The Directors in attendance confirmed their qualifications to serve and that they had been notified of the meeting.

Combined Meeting:

The Districts are meeting in a combined board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Windshire Park Metro District No. 1, with concurrence by the Windshire Park Metro District No.2.

Conflicts of Interest:

Guy Johnson noted that Conflicts of Interest for all Directors have been properly filed with the Secretary of State at least 72 hours prior to this meeting disclosing potential conflicts as required by law. These conflicts disclose that Directors Dino DiTullio, Mike DiTullio and Jon Turner have ownership of property within the Districts, and/or are associated with the primary landowners and developer within the District's boundaries. Directors Martha Turner and Jennifer DiTullio have ownership of properties within the District Boundaries, and or are spouses to the primary landowners and developer of the Districts.

Agenda:

The Board reviewed the agenda and a motion was made by Director Dino DiTullio to approve the agenda, which was seconded by Director Mike DiTullio, it was unanimously,

RESOLVED to approve agenda as presented.

Approval of Minutes:

The meeting minutes of the April 15, 2014 meeting were presented and discussed. Upon motion duly made by Director Dino DiTullio and seconded by Director Mike DiTullio, it was unanimously,

RESOLVED to approve the Meeting Minutes of the April 15, 2014 as presented

Public Comments:

The Board opened the meeting to Public Comments. Upon receiving no public comments, this portion of the meeting was closed.

Designated Posting Locations:

Guy Johnson presented the annual posting locations and discussed sites and locations with the Board. Upon motion duly made by Director Dino DiTullio and seconded by Director Jon Turner, it was unanimously,

RESOLVED to approve and ratify the Designated Posting Locations for Windshire Park Metropolitan Districts No. 1 & No. 2 as presented.

Increase of Operation &

Maintenance fee:

Guy Johnson presented to the Board, once again that he strongly advises the Board to increase the Operations and Maintenance Fee. After hearing advice from District Counsel and from D R Horton's Representative Debbie Berdahl in other meeting's who specializes in HOA's, The Directors decided to vote on increasing the amount of the Operation and Maintenance fee to \$55.00 per month which is a total of \$660.00 per year. This increase will take effective January 1st, 2015. This increased amount is needed to build up the reserve account and cover the actual cost of the Operations and maintenance. After the Boards discussed the Operation & Maintenance Fee and upon motion duly

Increase of Operation & Maintenance fee:

made by Director Jon Turner and seconded by Director Mike DiTullio, it was unanimously,

RESOLVED to approve and ratify the increase in the Operation & Maintenance Fee, making a new total amount due of \$55.00 per month or \$165.00 per quarter, totaling \$660.00 per year.

Approval/Ratification of

Non-Potable Water Rate Increase:

Guy Johnson presented and discussed the Non-Potable Water Rates, and the increase from \$150.00 up to \$180.00 is needed to cover the expenditures of the Non-Potable Water System. Guy Johnson also stated that an Administration Fee when needed of \$5.00 should be charged to cover the expense of invoicing, statements and processing of the non-potable water invoices. Board member felt that since the non-potable water system did not support itself that it needed to be raised to \$180.00 per watering season/year to get the non-potable water system to pay its actual cost. After further discussion on the matter, upon motion duly made by Director Dino DiTullio and seconded by Director Jon Turner, it was unanimously,

RESOLVED to approve and ratify the increase of Non-Potable Water Rates from \$150.00 up to \$180.00 for the non-potable water system, plus the Administration fee when needed of \$5.00 per invoice and or statement. Increase takes effect January 1st 2015.

Approval/Ratification of
2015 Status Letter
With Admin/Transfer Fees
Resolution:

Guy Johnson presented a new Status Letter with Administration and Transfer Fees. Guy Johnson explained that these fees were necessary to the due to the cost of the closing paper work and the time that the District has to submit information for and to keep the District from having to cover any cost of processing these documents. Upon motion duly made by Director Dino DiTullio and second by Director Mike DiTullio, it was unanimously.

RESOLVED to approve the Status Letter with Administration and Transfer Fees of \$50.00 each, total of \$100.00.

Approval/Ratification of
Pool Rates and Schedule:

Guy Johnson presented the proposed Pool Rates and Schedule to the board. Guy went over the rates and the times for the pool hours, Guy stated that the purposed hours were to be 10:30 am to 8:00 pm through the third week of August, then change to 3:00 pm to 8:00 pm during the week days (Mon, Tues, Wed. Thur. and Friday) and keeping the same hours for the weekend, 10:30 am to 8:00 pm. Guy Johnson also reviewed the pool management company, outside pool

**Approval/Ratification of
Pool Rates and Schedule:**

memberships, and costs and revenue projections for 2015. Guy Johnson also presented and discussed proposal for the IGA's with Timnath Ranch Metro District for the use of the pool at Windshire Park Metro District. After further discussion on these matters, upon motion duly made by Director Mike DiTullio and seconded by Director Dino DiTullio, it was unanimously,

RESOLVED to approve and ratify the 2015 Pool Rates and Schedule for Windshire Park Metropolitan Districts and the limitations on outside membership and authorized Guy Johnson to finalize any negotiations and execution of the service agreements for 2015. Also approve the IGA's with Timnath Ranch Metro District.

Rates and Schedule approved by the Board

1. \$425.00 Out of District rate (limit 100).
2. After July 20, 2015 Out of District rate, \$300.00 for the remainder of the season (Prorated pool memberships are part of the 100 out of District pool membership limitation).
3. Guest pass rate of \$4.00 per person. (Daily rate)
4. Nanny pass rate of \$50.00 per pool season.
5. Pool season starts the Saturday morning of Memorial Day weekend.
6. Hours of Operation to be 10:30 am – 8:00 pm daily through the 3rd week of August, starting 8/17 hours are 3:00 pm to 8:00 pm and the same hours 10:30 am to 8:00 pm on the weekends, with the exception of holidays. (Memorial Day, July 4th and Labor Day: (Hours of Operation on Holiday's to be 10:30 am – 6:00 pm)
7. Pool season will end, Monday evening of Labor Day at 6:00 PM.

**Approval/Ratification of
Worker's Compensation
Exclusion Resolution:**

Guy Johnson noted that it was time to renew the Resolution for The Board to be excluded from Worker's Compensation. If the Board elects to continue not having worker's compensation coverage for the board members. Upon motion duly made by Director Dino DiTullio and seconded by Director Mike DiTullio, it was unanimously.

RESOLVED to approve the Resolution to Exclude the Board from Worker's Compensation Insurance and to file the Resolution along with the State of Colorado Worker's Compensation Exclusion form with the appropriate parties

**Approval/Ratification of
Annual Administrative Matters
And Transparency Notice Updates:**

Guy Johnson presented 2015 Annual Administrative Matters Resolution for Windshire Park Metropolitan Districts No. 1 and No. 2.

Guy Johnson explained the annual resolution outlines the operations of the Board and directs the appropriate consultants in the administration of the District and to make all necessary filings, appoints the; "The Fort Collins Coloradan" as the newspapers for general public notifications, sets the meeting dates, posting locations, records the officers of the District, budget preparation, excludes worker's compensation for the Board, and ratifies all of the minutes and actions by the Board in the previous year, the resolution also references the Districts' Intergovernmental Agreements and all the procedures and statutory requirements the Districts have to comply with in 2015. The Board decided to keep the slate of officers the same as 2014. Upon motion duly made by Director Dino DiTullio, and seconded by Director Mike DiTullio, it was unanimously.

RESOLVED to approve the 2015 Annual Administrative Matters Resolution and reappoint the current slate of officers and authorize the District Manager to prepare or coordinate the necessary service agreements for Windshire Park Metropolitan Districts Nos. 1 and 2. as discussed.

Consider Approval of 2015

Transparency Notices:

Guy Johnson presented the Transparency Notices and discussed that these will need to be posted on the District's website on or before January 15, 2015. These notices will also be provided to the Division of Local Government and appropriate state agencies as required by law. Upon motion duly made by Director Jon Turner and seconded by Director Mike DiTullio, it was unanimously.

RESOLVED to approve the 2015 Transparency Notices for each of the Districts and to authorize District Management to post the notices and provide them to the Division of Local Government as required by statute in compliance with statutory requirements.

**Approval/Ratification of
CORA Resolution:**

Guy Johnson presented the CORA Resolution and discussed CORA stands for Colorado Open Records Act. After the Boards discussed upon motion duly made by Director Dino DiTullio and seconded by Director Mike DiTullio, it was unanimously,

RESOLVED to approve the 2015 CORA Resolution as required by statute in compliance with statutory requirements.

Approval/Ratification of

District Service Agreements:

Guy Johnson presented and discussed engagement letters and/or proposals for service agreements for District Management, Landscape Maintenance Agreements, Pool Management, Annual Audit and Exemption Agreements, Office Space Rental Agreement, Internet and Phone contracts and engagement of District Counsel to the Board of Directors. Guy Johnson discussed the renewal and/or engagement of service providers for the District and reviewed the proposed costs and expenditures related to these service agreements with the Board. After further discussion on the matters, upon motion duly made by Director Dino DiTullio and seconded by Director Jon Turner, it was unanimously,

RESOLVED to approve and ratify the proposals for District service agreements for District Management, Landscape/Maintenance Pool Management, Annual Audit and Exemption Agreement, Office Space Rental Agreement, Internet and Phone contracts and District Counsel. Also authorized Guy Johnson to finalize any negotiations and execution of the service agreements for 2015.

Approval/Ratification of

Funding and Reimbursement

Agreement Promissory Note:

Guy Johnson presented and discussed the Funding and Reimbursement Agreement Promissory Note. The District had taken out a Bank Note to repay the developer for some of the development cost. After further discussion on the matters, upon motion duly made by Director Dino DiTullio and seconded by Director Jon Turner, it was unanimously

RESOLVED to approve and ratify the 2015 Promissory Note Agreement, unless otherwise determined by the Board of Directors.

Payables:

Guy Johnson presented the Schedule of Payables for April 2014 through October 2014. The payables for April were \$ 23,494.53, the payables for May were \$ 43,246.47, the payables for June were \$ 38,429.17, the payables for July were \$ 31,395.63, the payables for August were \$45,729.84, the payables for September were \$ 31,990.56, and the payables for October were \$ 22,607.82 with a grand total of \$236,894.02. Upon motion duly made by Director Mike DiTullio and seconded by Director Jennifer DiTullio, it was unanimously,

RESOLVED to approve and ratify payables for April 2014 through October 2014, totaling \$236,894.02.

Preparation of 2014

Audits/Audit Exemptions:

Guy Johnson reviewed with the Board preparing for the 2014 audits and/or exemptions. It was noted that if revenues or expenditures for a district are less than \$500,000 in 2014, the district may file an

Preparation of 2014

Audits/Audit Exemptions:

application for Exemption from Audit on or before March 31st. Upon motion duly made by Director Dino DiTullio and seconded by Director Jennifer DiTullio, it was unanimously,

RESOLVED to authorize Mr. Johnson to prepare for 2014 audits and or fill out 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.

Public Hearing 2015 Budget

& Adoption of Resolution:

Director Dino DiTullio made a motion to open the 2015 Budget Hearing to the public, Director Mike DiTullio seconded. Notice of the hearing had been published in the Fort Collins Coloradoan in accordance with state budget law. There was no public input; the public hearing portion of the budget was closed upon motion duly made by Director Mike DiTullio and seconded by Director Dino DiTullio. The board reviewed the proposed 2015 budgets for District No. 1 and No. 2, which detailed estimated revenues and expenditures for each District in a coordinated, consolidated budget as follows:

District No. 1, The Operating District, has budgeted to collect \$337,191 in general fund revenues, coming from: \$159,060 Operation and Maintenance, \$38,750 in Pool Fees, along with \$49,380 in water usage revenues and other income and \$90,000 from Developer Advances; the expenditures consist of administrative and operations cost of \$337,191.

Public Hearing 2015 Budget

& Adoption of Resolution:

District No. 2 has budgeted to collect \$188,049 in property tax and specific ownership tax and interest revenues. The expenditures for the District consist of \$188,049, for a 2013 Bank Note payment. The Boards discussed the budgets and upon motion duly made by Director Jon Turner and seconded by Director Dino DiTullio, it was unanimously

RESOLVED, for each of the Districts Nos. 1 and 2, to approve the Resolutions to adopt the 2015 Budgets, Set the Mill Levies and Appropriate budgeted funds upon final certification of value being received by the county on or before December 10, 2014, and approve all other documents related to the 2015 budget. The District Manager is authorized to make minor modifications that may be necessary following receipt of the final assessed values.

District Counsel

Report/Updates:

Mr. O'Leary had nothing to present to the board at this time.

District Management

Report:

Guy Johnson went over a few items with the District.

1. General District items:

- a. Social committee in place at this time, doing great!
- b. Received a few calls about making fence stain mandatory for whole site.
- c. Need to add money to reserves for fence. Must have replacement cost for District property in reserves.
- d. District Audits and or Exemptions to be filed on both Districts.
- e. Residents would like to see half court basketball court installed. (Windshire Drive and Jacoby Road)
- f. Two resident's way over due on O and M fees and Non-potable water. Lien in place, need to start collections.

2. Site Work:

- a. FYI: Town code snow removal within 24 hours of snow.
- b. Ash bore, will spray again this spring. Also fertilize trees.
- c. Non-Potable system shuts down 10/18/14. Will start up in late April or May 2014. (With new rates)
- d. Need to rent CBT for non-potable water for all irrigation in 2015. Need 200 CBT's.
- e. District should budget to buy water rights.
- f. Phase 3; will get stain fence in 2015. Est. \$20,000.00. Phase 1 next year (2016).
- g. Need to add money to reserves for long term fence/column replacement.
- h. Placing pipe under walks for electric line to Holiday lights locations in 2015.
- i. D R Horton has left sump pump drainage on District property and public walks. Working with D R Horton to remove.

3. Web Site:

- a. Keeping web site up.

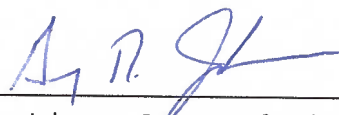
4. Pool:

- a. ADA requirements: Lift chair in 2015 and wheel chair. **(Estimated cost \$8,500.00.)**
- b. Adding heating lights to Pump room to help with freezing. Pool house has 1 small heater.
- c. Pool agreements to set up with TRMD.
- d. Pool area storage. Need to find area to store over the winters.
- e. Issues with some settlement on the pool deck will need to get corrected in time.
- f. Need to add money to reserves for long term replacement of pool/pump house.
- g. Will add concrete pad and Bike racks at southeast gate entrance. (Complete in 2015)

Adjournment

There being no additional public comment or further business to come before the Board at this time, upon motion duly made by Director Mike DiTullio, seconded by Director Dino DiTullio and unanimously carried, the meeting was adjourned at 11:40 A. M.

Respectfully submitted,



Guy Johnson, Secretary for the Meeting

11/11/14