



**RECORD OF PROCEEDINGS  
MINUTES OF THE COMBINED SPECIAL MEETING  
OF THE BOARDS OF DIRECTORS OF  
WINDSHIRE PARK METROPOLITAN DISTRICT NOS. 1 & 2**

**HELD:** April 06, 2021, at 6:00 p.m. Meeting was held via ZOOM. Notice was provided to have all participants attend via ZOOM Conference Only due to Social Distancing Orders.

**CALL TO ORDER:**

Director Dino DiTullio called the meeting to order at 6:02 p.m., noting that a quorum was present for all of the Boards.

**ATTENDANCE:**

The joint special meeting of the Boards of Directors of the Windshire Park Metropolitan District Nos. 1 & 2 (collectively, the “Board”) was called and held as shown above and in accordance and in compliance with the applicable statutes of the State of Colorado, with the following directors present via ZOOM.

Dino DiTullio, Michael J. DiTullio, Jennifer DiTullio, Sheila Stone, Tim Hoops, Todd Yancey, Brett Parsons.

The following Directors were absent and excused:

Jon Turner and Martha Turner

Also present via ZOOM were David S. O’Leary of Spencer Fane LLP, Guy Johnson, Jackie Johnson from the District and numerous homeowners were present via ZOOM

**DISCUSSION OF OPEN MEETING REQUIREMENTS/POSTING REQUIREMENTS:**

Mr. O’Leary 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 each of the Districts at least 24 hours in advance of the meeting or electronically on the District’s website in accordance with statutes. If possible, the posting should include specific agenda information. Mr. Johnson further noted that notice of this combined special meeting had been so posted on site and on the WPMD web site.

**QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:**

Mr. O’Leary reported that 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. Mr. O’Leary informed the Board that the public official bonds had been obtained and that all of the Board members had been administered their Oaths of Office and those Oaths are on file with the District Court and Division of Local Government.

**DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:**

Mr. O’Leary 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.

**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 Mike DiTullio and unanimously carried to approve the Resolution Establishing Electronic Board Meeting Policy and the Declaration of Local Disaster Emergency.

**APPROVAL OF AGENDA:**

Guy Johnson presented the agenda with a change being requested that Public Comments be moved to item # 11 so all homeowners present would have time to speak if they choose too, The Board reviewed the agenda,

Upon motion made by Director Dino DiTullio and seconded by Director Mike DiTullio, Director Tim Hoops and Director Sheila Stone and unanimously carried to approve the agenda with noted changes.

**APPROVAL OF MINUTES:**

The meeting minutes of December 2<sup>nd</sup>, 2020 meeting was presented and discussed, Director Sheila Stones stated she did not recall the discussion of sheds at the previous meeting, she stated that she would have had comments on this issue, Director Tim Hoops and Director Brett Parsons both stated this was a topic of discussion and that the majority of the board was not in favor of plastic/vinyl sheds. Mr. Johnson did ask Director Sheila Stones if she wanted to talk about sheds now and she stated no, she had sold her shed.

Upon motion made by Director Tim Hoops and seconded by Director Brett Parsons, Director Dino DiTullio and seconded by Director Mike DiTullio and unanimously carried to approve the meeting minutes of December 2<sup>nd</sup>, 2020.

**APPROVAL & RATIFICATION OF THE RESOLUTION FOR POSTING LOCATIONS:**

Mr. Johnson presented a Resolution for the Posting Location which included posting on the District website, with no changes on posting the Districts. Mr. Johnson also noted that District meetings have been and will be posted on the web site, following discussion,

Upon motion duly made by Director Tim Hoops, seconded by Director Sheila Stone, Director Dino DiTullio and seconded by Director Jennifer DiTullio and unanimously carried, the Board approved the Resolution of Posting Locations.

**FINANCIALS:**

Mr. Guy Johnson reviewed with the Board the payables of December 2020 through March 2021 in the amount of \$91,834.32

Upon motion duly made by Director Sheila Stone seconded by Director Dino DiTullio and unanimously carried, to approve the payables of December 2020 through March 2021 in the amount of \$91,834.32.

**APPROVAL & RATIFICATION OF THE PROMISSORY NOTE:**

Mr. Guy Johnson state the Promissory note required renewal annually; Mr. Johnson noted the only changes were the interest for the prior year,

Upon motion duly made by Director Dino DiTullio, seconded by Director Jennifer DiTullio and unanimously carried, the Board approved the Promissory Note to date.

**DISTRICT LEGAL COUNSEL REPORT:**

David O’Leary wanted to remind the Board that any and all conversations and or e-mails of 3 or more board members constitutes a meeting. Mr. O’Leary also stated that he would continue to monitor the Weld County mandates due to COVID and update the District as needed.

## **DISTRICT MANAGERS REPORT:**

Mr. Guy Johnson stated:

### **1. General District items:**

- a. Social committee will do events as allowed.
- b. Need to add money to reserves for fence, pool house and pool area.  
Fence reserves need around \$800,000.00 in about 8/9 years. Life about 22/23 years, maybe stretch 2 more years. Then again in 18 years for Filing 3 & 5.
- c. Must have replacement cost for District property in reserves. (Look at O and M increase)
- d. District Audits are completed for 2019. Start in May of 2021 for 2020 Audits.
- e. Cleaning detention ponds monthly and drain pans on site. Work with Town when needed on Drainage.
- f. Windshire Park is built out.
- g. Talk on Holiday lights, if needed. Director Sheila Stone, came up with a new design for monument on Guardian. Wreaths and garland will be ordered.

### **2. Site Work:**

- a. Non-Potable system did not get river water until May 22<sup>nd</sup>, 2020. (Few residents were very up-set)
- b. Will start up non-potable water when water comes in late May or early June 2021.
- c. Non-Potable system. Non-Potable system shuts down 10/15/2021.
- d. Need to rent/reserve CBT for non-potable water for all irrigation in 2021. Need 150 CBT's, if we do.
- e. District should budget to buy more of its own water rights.
- f. Starting fence stain in Filing 3 Phases 1 & 2 for 2021.
- g. Doing general maintenance on pump house pumps and grade work. Will burn ditches, clean out ditches.
- h. Will need to add another pump and filter in the pump house over time. Up to \$89,000.00
- i. Need new street crossing at Latham and Twin Creeks Fisher lateral, current pipe rusted out; Temp fix in place, from 5/2020.

### **3. Web Site:**

- a. Keeping web site up.

### **4. Pool:**

- a. Note will need to budget for a new pool heater in the next 2 years or so. Have a new price for boiler replacement in around \$25,000.00.
- b. Pool to be re-surfaced, spring of 2021.
- c. Pool Filter system not priced as of yet, need 300 to 500 washout tank or keep same system or keep same system which works, with cartridges.
- d. Getting boiler inspected by the State Inspector. Did add chlorine injector pump to the Pool in 2020.
- e. Pool hours change when school starts in August, 4:30 pm to 7:30 pm weekday hours, due to school late hours.
- f. Issues with some settlement at pool gate, on the pool deck, and guard door, will need to get corrected soon.
- g. Have made repairs on playground, fixing and replace parts as needed every year. Playground Pad will need replacement soon
- h. Need to add money to reserves for long term replacement of pool/pump house and Aluminum Fence.

Director Brett Parsons asked District Manager Guy Johnson what did he mean by "Rent CBT" in 2021", Mr. Johnson stated this was just in place in case we need to rent water, all depends on river run off. If the district did not have enough water, they potentially would need to rent more water. Director Dino DiTullio, said the

developer had enough water to get to WPMD the water they might need in case of any drought issues. CBT would just be a backup, ok to reserve as a backup.

Director Tim Hoops stated that originally the non-potable water was turned on in mid-April and wanted to know what had changed? Mr. Johnson stated that river water has never come in that early and the District in the past would try to allow irrigation of the resident's lawn via the well, however, the well now only pump 250/300 gallons per minute from the original 600 gallons per minute when tested 10 years ago, therefore, could not get enough water for all of the residents to begin irrigation in mid-April, plus due to late frost that would be to early.

Mr. Johnson stated the well is a coffin well and we are getting all the water out of the ground that we can, just the well is not producing like it use to. In addition, the well was not designed to be part of the non-potable water system.

Director Tim Hoops stated that the cost had not been reduced but his watering time had, why? Mr. Johnson stated that the watering time had not been reduced in over 4 years. Mr. Johnson stated the District let people water as needed in the past, because we had extra water and less homeowners. As the community expanded more water was needed for the new homes and park that was planned. The District still has the same amount of water that still comes in or option to order more when needed, but with the growth the water has to be sent out evenly to all residents.

Mr. Johnson stated that the water had been turned on in mid-May in 2020 and could not promise when the water would be turned on in 2021 due to the winter run off, he could not predict when this would happen. Mr. Johnson stated the cost to operate the system has not gone down in 2020, due to more homes spreading out the cost. This was a good thing, this way funds from the non-potable water system could go into reserves to up-grade the non-potable water system and/or buy more water shares. The cost to run the Non-potable water system is posted on the web site every year. The District has never broken even on non-potable water operations cost, because the system was not built out yet to collect the projected revenue.

Director Sheila Stone stated she wanted to educate the residents on the website more, she would like to get a survey out through the website with questions on how the resident would like to see the District changes items such as chickens she felt the residents had a lot of chatter on the social media and she wanted to utilize the website to get a lot of these issues answered.

#### **OTHER MATTERS:**

Seeing and hearing no Other Matters before the Bord, the portion of the meeting was closed. Time to open public comment.

#### **PUBLIC COMMENTS:**

The Board opened the Public Comment portion of this meeting, and recognized

Directors Brett Parsons, who wanted to know if the district owned water rights at this time, Director Dino DiTullio stated the District does own water shares, however, if more water shares are need the Developer will lease water shares to the district.

The board recognized Director Tim Hoops, he asked if the well needed to be re-dug, why is all the other district in the area getting water April 16, and if needed he would talk with Chris Riley of the Windsor Farms to see if he could get water for Windshire Park. Director Dino DiTullio stated that the well was re-drilled several years ago, and it was just producing less water. There were studies on the well and the ground water done and he would provide those reports to the new board members if requested. Plus, there is no way to get ditch water any earlier. It has to be delivered through the ditch system. All water depends on winter run off and farmer demand. There was lengthy discussion on the water and the well from the board members and residents that were present via ZOOM.

The board recognized James Wertz, he stated he has lived in WPMD since 2014, he stated that last summer Guy Johnson stating he was looking at buying water shares, and wondered if this ever took place. Mr. Johnson stated that he did indeed purchase a share of water and WPMD #1 Board of Directors directed Mr. Johnson to do so.

Mr. Wertz stated that last year the water in the pool was so cold that his children did not want to go swimming, and that the heater had broken down several times which took too long to repair. Mr. Wertz stated he thought the heater should be replaced. Mr. Johnson stated that the temperature of the pool is 82- 84 degrees, and this is per that recommendations of the CDC and Red Cross. When the heater at the pool broke down, it was repaired, however, due to COVID in 2020 pool season it did take a little longer to get parts. Mr. Johnson stated that he could not just purchase items such as the heater on his own accord, this would be an expenditure that must be approved by the board and budgeted. Mr. Johnson was not given approval to purchase a Boiler/heater.

Mr. Wertz stated that if the well was not producing as it uses to, that maybe maintenance should be done on the well, which Mr. Johnson replied that regular maintenance was being done on the well, but the District can look into this or a new well if directed by the board.

Mr. Wertz asked why the district was not taking advantage of the "free water" that he had been told about through a farmer named Sparky in the area when the winter run off came in. Director Dino DiTullio stated that to take advantage of this "free water" there must be a way for it to reach the ditch and storage pond of the district and that proposed a challenge, at this time there is no way to get that "free water" to WPMD.

Mr. Wertz stated he was friends with most of the farmers in the area and one friend "Sparky" told him he would be on water restrictions for the 2021 growing season. Mr. Johnson stated he had contacted the water board, the ditch runner and a retired water commissioner and they were not seeing any restrictions on the farmers at this time. The water board confirmed the information. Mr. Johnson said that the snow pack was at 104% and this does not track with water restrictions. Director Tim Hoops stated on his phone at that time snow pack was at 103 %.

The board recognized Jen Wagner, her concern was with the lot on 950 Camberly Court that was empty and wanted to know if something would be built on this lot or sod this lot to use a park like area. Mr. Johnson stated this was the well lot, and not owned by the District, nothing would be built on this lot as far as he knew. Mr. Johnson stated the owner of the lot was placing fabric and rock in the lot this spring, no sod would be place due to the maintenance and watering that would be needed.

**ADJOURNMENT:**

Following no further discussion,

Upon motion duly made by Director Tim Hoops, seconded by Director Brett Parsons and Mike DiTullio unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Windshire Park Metropolitan District Nos. 1 & 2 at 7:00 p.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 Windshire Park Metropolitan District Nos. 1 & 2.



Guy D. Johnson, Secretary for the Meeting