



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

HELD: April 04, 2022, at 6:00 p.m. Meeting was held at 250 11th Street, Windsor, Colorado 80550.

CALL TO ORDER:

Director Dino DiTullio called the meeting to order at 6:03 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 were present; Dino DiTullio, Jon Turner, Sheila Stone, Tim Hoops, Todd Yancey, Brett Parsons and Present via Teleconference was Director Mike DiTullio. The following Directors were absent and excused: Martha Turner, Jennifer DiTullio

Also present were David S. O'Leary of Spencer Fane LLP, Guy Johnson, Jackie Johnson from the District and numerous homeowners, please see sign in sheet for attendance.

Present via Teleconference was Shasta from the District and Lisa Mayer of Spencer Fane LLP.

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 AGENDA:

Guy Johnson presented the agenda

Upon motion made by Director Dino DiTullio and seconded by Director Jon Turner of District No. 1, Director Tim Hoops and Director Sheila Stone District No. 2 and unanimously carried to approve the agenda.

APPROVAL OF MINUTES:

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

Upon motion made by Director Dino DiTullio and seconded by Director Mike DiTullio of District No. 1, Director Brett Parsons and Director Todd Yancey District No. 2 and unanimously carried to approve the meeting minutes of December 7th, 2021.

FINANCIALS:

Mr. Guy Johnson reviewed with the Board the payables of December 2021 through March 2022 in the amount of \$79,309.58, Director Brett Parson, asked how many Out of District Memberships were sold last year and the cost. Guy Johnson stated we sold 4 and they sold for \$480.00 per membership. Mr. Guy Johnson noted that only three months into the year the budget is within budget.

Upon motion duly made by Director Dino DiTullio and seconded by Director Jon Turner of District No. 1, Director Tim Hoops and Director Brett Parsons District No. 2 and unanimously carried, to approve the payables of December 2021 through March 2022 in the amount of \$79,559.58.

DISTRICT LEGAL COUNSEL REPORT:

David O’Leary stated to the Board that Windshire Park Metro District and Guy Johnson had a complaint filed against WPMD & Guy Johnson for Harassment, Discriminations, Loss of Income, Loss of enjoyment of life, defamation of character for the past 4 years, from a resident of the apartments over by the pool.

Mr. David O’Leary pointed out this person does not live within the District boundaries, but was upset from an issue several years back as to where she was asked not to park her trailer within District Boundaries.

After further discussion, from the Board of Directors, District Counsel Lisa Mayer of Spencer Fane LLP and David O’Leary the board took a motion duly made by Director Dino DiTullio and seconded by Director Jon Turner of District No. 1, and Director Tim Hoops and Director Brett Parsons District No. 2 and unanimously carried, to direct District Legal Counsel to file an answer to the summons in regards to the complaint and file a motion to dismiss in County Courts, or to do any necessary paper work to answer the complaint and move to State courts where it should be filed due to the amount the complaint that was filed. The Board of directors was concerned the insurance company would want to settle the case and made it a point as not to settle the case.

DISTRICT MANAGERS REPORT:

Mr. Guy Johnson stated:

1. General District items:

- a. Social Committee: Director Sheila Stone had found a person to run the committee full time. Kim Overholt will set up events.
- b. Need to add money to reserves, need to make sure long-term replacements and up-grades can happen.
- c. Must have replacement cost for District property in reserves.
- d. District Audits will start in May of 2022 for 2021 Audits.
- e. Cleaning detention ponds monthly and drain pans on site. Work with Town on Drainage.
- f. Holiday lights: More have been ordered, will update one or two monuments as funds allow. Working with Director Sheila Stone on designs to be put in place.

2. Site Work:

- a. Non-Potable system did not get river water until May 25th, 2021. (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 10/15/2022.
- d. Need to rent CBT for non-potable water for all irrigation in 2022. Need 150 CBT's.
- e. District should budget to buy its own water rights.
- f. Starting fence stain in Filing 5 Phases 3 & 4 for 2022.
- g. Doing general maintenance on pump house pumps, may need to re-build at \$3,200.00 each. Will burn ditches, clean out ditches to WPMD.
- h. Pump and filter were added last year.
- i. Pond liner is in the works right now, adding concrete wall on north side of pump house and fixing grade.
- j. Need new street crossing at Latham and Twin Creeks, current pipe rusted out; Temp fix in place. This is not an issue right now, but if street sleeve fails, the District would run out of water.
- k. Keep in mind Town of Windsor potable water rates are at \$5.57 and \$8.32, then tier 3 at \$12.40 per thousand. Residents at WPMD get a very good deal on water. Also; water shares, we are allowed to use are at about 70% of our water shares value due to drought, to get more water we might have to lease more water/shares.

3. Web Site:

- a. Keeping web site up.

4. Pool:

- a. Pool Filter system not priced as of yet, will need a 500-washout tank or keep the same system. Board of Directors should look at up-grading this system over the next year or two. Current system 10 years old. Parts and filters will be hard to find.
- b. New heaters being installed.
- c. Getting boilers inspected by the State Inspector.
- d. Life Guard coverage: A & B pool is staffed at this time, but life guards are at a premium and shortage of life guards could change pool hours. A & B pools does oversee 12 pools, so most of the time they can move guards around to cover most pools. Guard coverage normally 35 to 1. Red Cross is 50 to 1
- e. Pool 4th of July close at 5:00 pm. Guards not serving food, maybe social committee.
- f. Pool hours change when school starts in 2nd week of August, 4:30 pm to 7:30 pm weekday hours, due to school late hours.
- g. Have made repairs on playground in the pool area, fixing and replacing parts as needed every year.
- h. Need to add money to reserves at the pool for long term replacement of pool/pump house and Aluminum Fence.
- i. Large tree in pool area dying. Will remove tree, might think about removing some landscape and putting in more pool deck.

PUBLIC COMMENTS:

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

Board Recognized Mark Dempsey of Basildon Ct, Mr. Dempsey stated the fence in the green belts was in need of staining, already, it was stained two years ago. Mr. Dempsey stated fence was peeling and looking weathered. Mr. Dempsey stated that the fence had white stuff or a film on it. Mr. Guy Johnson stated that white marking was water stains and minerals in the water.

Director Tim Hoops stated he also had this issue and felt that the company that stained the fences in 2020 did not use a product that would last, or power wash his back fence, Mr. Tim Hoops felt that an oil base stain was needed, however, Mr. Guy Johnson stated this product was more costly and had added EPA requirements for usage and would raise the cost of the work. Some requirements were wash outs, tarping around 10 feet of each yard, hazard waste disposal fees, washout stations and many other items. Also, the fence was over 12 years old and the stain had a very hard time sticking to the cracking weather fence.

Director Brett Parson asked what was the largest cost to the budget, fence staining? Mr. Guy Johnson stated yes fence staining and repair of the fence was a large portion of the District's budget. Director Dino DiTullio, stated he would like to see the fence return to the natural state and stop staining, to save the District money. Mr. Dino DiTullio stated on any future developments he would never stain the community fence again.

-Mr. Dempsey also stated the chip/seal that was placed down last in the Twon streets last spring was in need of repair again, Mr. Guy Johnson stated this was the Town and they would be the ones to address this issue with.

-Mr. Dempsey asked if shutters were required, Guy Johnson stated shutters were not required, if they get blown off or broken the resident has the option to replace and/or remove the shutter, but the homeowner would have to paint over the area the shutter covered if removed.

-Mr. Dempsey asked if the District was sending letters in reference to the homes that needed painted. Mr. Johnson stated he had a list of about 50 homes that have been sent a letter about it time to start thinking of painting your home. The District understands this is a costly expense. But Mr. Johnson was sending following up letters on these homes in 2022. Letters would not be giving a date as when to paint.

-Mr. Dempsey, stated he was seeing a trash truck in the neighborhood on Wednesday, and asked if the trash day had been changed. Mr. Guy Johnson stated there were a couple of homes that had scheduled trash day on Wednesday with a different company and these homes had been contacted to change to Thursday pick up with a company that serviced the area on that day. At this time Mr. Guy Johnson stated that most of those homes had switched company's but he would continue to watch the area on Wednesday's and send out fine letters as needed.

-Mr. Dempsey asked what could be done about the trash in the vacant lot on 15th and Windshire Drive. Mr. Guy Johnson stated this lot was owed by the Town of Windsor, they would be responsible for the clean up of that lot, however, that lot was to be developed as Senior Living Center by the Town of Windsor very soon.

Board Recognized

-Mr. Kent Watson of Merton Ct, he stated he had contacted the post office and they were aware the cluster boxes did not have numbers and would be ratifying those issues.

Board Recognized Director Sheila Stone,

- Director Sheila Stone stated she sent out a survey in reference to the annual garage sales, they are currently held twice a year and Mrs. Stone thought that maybe they should be only once a year. Mrs. Stone was disappointed that only 80 people responded to her survey.

Director Sheila Stone thought that by reducing the number of garage sales this could save the district some money, however each garage generally only cost \$450.00 to run the ads in the paper, hang and remove the signs. With further discussion, Director Tim Hoops and Director Todd Yancey stated they would like to see the garage sales only once a year at the same time as the City-Wide Garage Sale. Mrs. Stone and Mr. Guy Johnson are to look into when the City-Wide Garage sale occurs and schedule the WPMD Annual garage sale at that time.

- Director Sheila Stone wanted to talk about the fencing staining; Mrs. Stone brought up she had that white film on her fence and that she did not want to stain her fence due to cost. Mr. Johnson stated residents did not have to stain their personal fence.

Then Director Sheila Stone stated she had concerns about the staining of the District fence, and the overall cost to the District overall budget. With further discussion from Director Sheila Stone about the cost with all the board members, it was decided with a motion, the District fences would no longer be stained, that the Windshire Park Metro District would let the District fences weather, upon motion duly made by Director Tim Hoops and Director Sheila Stone, with Director Todd Yancey of District No. 2 and by Director Dino DiTullio and seconded by Director Jon Turner of District No. 1, and unanimously carried, to allow the district fence to weather, to no longer stain the District fences and to power wash as needed and replace any rotten post going forward with a steel post and wood cap. Then any money left over from this year's budget would go to long term reserves.

- Director Sheila Stone stated she was concerned with the cost of replacing the District trees, in 2021 the district spent \$11,000.00 on 21 trees, she wanted to know if the board could water and fertilize those trees to ensure they survived. Mr. Guy Johnson stated the bid did include that for several months. Mr. Johnson said in order to have trees grow they must be planted in a larger hole, normally 3 times the size of the root ball, haul away the old soil and dead tree. Then plant the tree with good top/compost soil with additives to the tree hole and weekly watering in the first 6 to 8 weeks or once/twice a week depending on temperatures.

Director Tim Hoops asked if the District was tracking the residents' homes that have dead or dying trees in their front yard. Guy Johnson stated yes, and that in the spring (early June) we would drive the area again and send letters again reminding the residents that their tree must be replaced with a 2" in caliber tree this year.

Director Sheila Stone stated that she had replaced her tree in the past and it was costly. Mrs. Stone said if her tree did not live, she would not replace it she would put a fake tree in its place

- Director Sheila Stone she was frustrated that she could not meet and speak with the other board members other than at a meeting, David O'Leary reminded the board that any time 3 or more board members meet that constitutes a board meeting and was not allowed.

Mr. David O'Leary stated all board of directors' meetings must comply with all State notices and filings. Board Members could hold work session, again with proper notices and District Management and Counsel in attendance; however, work sessions could not take any action on any decisions at the work sessions, only board action at a Board Meeting. David O'Leary stated Board Meeting and Work Session could cost from \$1,000.00 to \$2,000.00 per meeting, depending what is needed.

Director Tim Hoops also stated he would like to see at least 3 board meetings a year. Mr. Hoops also ask if the District could change meeting's locations to The South Timnath Metro District Community Center. Guy Johnson stated the District should hold meetings in the Town the District is in, But David O'Leary stated that WPMD was under an older Service Plan and that rule did not apply. Mr. Guy Johnson said he would send out a few dates for an additional meeting this summer and see what worked with the board members schedules.

Director Sheila Stone stated that Nicole Hill retired as the Social Committee chair. Mrs. Stone noted that Nicole did a wonderful job. Mrs. Stone had put out on Facebook for volunteers for the Easter Egg Hunt last month, but at this time had no interest in volunteers. Mrs. Stone stated she was still trying to make the easter Egg Hunt happen and was meeting a few people after the meeting. Mrs. Stone stated that there might be a change in future events depending on volunteers.

OTHER MATTERS:

Director Tim Hoops stated he continues to see issues with trailers parked 5- 6- 7- days. Guy Johnson stated he believed the one trailer he was referencing to, yes it was there 7 days, and on the 4th day the District sent a letter, however, mail time (3-days) it was 7 days before the trailer was moved. Guy Johnson also stated that the resident contacts the District and stated the trailer was there only 28 hours. Director Tim Hoops asked

if Code Enforcement was contacted in these cases, Guy Johnson stated sometimes, however, they did not always look at trailer issues, because the Town code is on trailers 24 foot or longer.

Director Tim Hoops stated Code Enforcement does not drive through the neighborhood like in the past. Mr. Guy Johnson agreed they do not drive the area as much and generally do not even answer the phone when called, we have to leave messages.

Director Tim Hoops stated he would like to see if the District could reduce the speed in the neighborhood. Mr. Hoops stated ever since they marked the white lines on Windshire Drive, people drove like it was a race track. Mr. Guy Johnson stated the District could not change speed limits and Mr. Hoops would need to contact Town Engineering. Mr. Guy Johnson said that he sent Mr. Hoops information on national speed limits and why from Northern Engineering last year. Mr. Johnson stated that speeds are determined by the Town engineers. Mr. Johnson noted secondary thoroughfares are normally 30 MPH and side/residential streets are 25 MPH. Mr. Hoops stated he would like to see it set at 25 MPH or less throughout the entire neighborhood. Mr. Hoops felt this was a safety issue, before a child gets killed. The residents in attendance agreed. David O'Leary stated this was a Town issue, and suggested the Mr. Hoops attend a Town Council Meeting to be heard.

Director Tim Hoops stated he thought the home rentals and VRBO rentals were out of control in the neighborhood, he wanted to know if the District could limit the number of rentals or VRBO's. David O'Leary stated there were no limits in place, and nothing was in WPMMD service plan. WPMMD neighborhood was older neighborhood and did not have those provisions in the covenants or service plan.

Mr. Guy Johnson noted the Town of Windsor did not have any policies or license requirements in place for VRBO or any rentals. Director Tim Hoops wants the rental and owners of those rentals held to the same accountability or higher than the homeowners, on landscape maintenance, paint, trailers and so on.

James Wertz, homeowner stated he also wanted rentals held to a higher standard, wanted to know if there were fines assessed to those who had covenant violations. Mr. Guy Johnson said yes, if the covenant violation continued, fines were assessed when needed, and even liens placed in some cases.

Mr. Wertz stated there were a large number of rentals in the area, and what could be done. Mr. Guy Johnson stated yes there was over 100 rentals in the area, however, the District could not control a home that was purchased was used as the primary resident or rental property.

Jessica Harris asked what the covenant violation fees were, Guy Johnson stated the fines begin at \$25 for first offense, and increase to \$50.00 after 10 days, and every 10 days another \$50.00, until issues is rectified.

Director Tim Hoops would like to see the fines increased. Guy Johnson stated the District can revised the fine schedule and present it to the board of directors at the next meeting to be reviewed and approved if acceptable.

ADJOURNMENT:

Following no further discussion,

Upon motion duly made by Director Dino DiTullio and seconded by Director Jon Turner of District No. 1, Director Tim Hoops and Director Todd Yancey District No. 2 and unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Windshire Park Metropolitan District Nos. 1 & 2 at 7:22p.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