



**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
TUSCAN FOOTHILLS VILLAGE METROPOLITAN DISTRICT  
HELD NOVEMBER 16, 2022, AT 10:00 A.M.**

Pursuant to posted notice, the regular meeting of the Board of Directors of the Tuscan Foothills Village Metropolitan District was held on Wednesday, November 16, 2022, at 10:00 AM, at 17 S. Wahsatch Ave., Colorado Springs, CO 80903, and via video teleconference.

Attendance

In attendance were Directors:

David Hewett, President  
Raymond O'Sullivan, Treasurer  
Roger Lemmon, Secretary  
Jack Wallace Mason, Assistant Secretary (Excused)  
Tanweer H. Khan, Assistant Secretary (Excused)

Also in attendance were:

Kevin Walker, WSDM District Managers  
Rebecca Hardekopf, WSDM District Managers  
Heather Smith, WSDM District Managers  
Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron  
Nelson Dunford, Esq., White Bear Ankele Tanaka & Waldron  
James Buller  
David Talbot

1. Call to Order: President Hewett called the meeting to order at 10:00 AM

2. Declaration of Quorum/Director Qualifications/ Disclosure Matter: President Hewett confirmed a quorum was present. Mr. Dickhoner advised the Board, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Dickhoner inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

3. Approval of the Agenda: Mr. Dickhoner added item 8.f. Consider Approval of Third Amendment to Funding and Reimbursement Agreement for Operations and Maintenance. Director Lemmon moved to approve the Agenda as amended; seconded by Director O'Sullivan. Motion passed unanimously.

#### 4. Regular Business Items

- a. Approval of June 9, 2022 Meeting Minutes: After review, Director O’Sullivan moved to approve the June 9, 2022 Meeting Minutes; seconded by Director Lemmon. Motion passed unanimously.
- b. Ratification of Approval for Payables for Period Ending November 16, 2022: Mr. Walker presented the payables for period ending November 16, 2022 and noted the WSDM invoice was removed and not paid due to an error on the invoice. After review, Director O’Sullivan moved to ratify the approval of the payables for the period ending November 16, 2022 as presented; seconded by Director Lemmon. Motion passed unanimously.
- c. Acceptance of Unaudited Financial Statements as of October 31, 2022, and the schedule of cash position updated as of October 31, 2022: After review, Director Lemmon moved to accept the Unaudited Financial Statements as of October 31, 2022, and the schedule of cash position updated as of October 31, 2022; seconded by Director O’Sullivan. Motion passed unanimously.

5. District Manager Report: Mr. Walker reported he has been working on questions regarding the landscaping, improvements, and the status of the City’s acceptance of landscaping since taking over management in June. The City has accepted the trees and shrubs but not the native grass seeding yet. The detention pond has been transferred to the District for maintenance. Mr. Walker is preparing the District to accept more land for maintenance once landscape is accepted by the City. Another ongoing issue is water usage and splitting costs between the District and the HOA. Ms. Hardekopf noted the District’s new website is up and running. Director Lemmon moved to approve the District Manager Report; seconded by Director O’Sullivan. Motion passed unanimously.

6. Development Status Review: Director O’Sullivan provided a development status review. Filing 3 has 20 completed lots and all remaining lots in Filing 3 are currently under construction. 10 have closed, 2 are under contract, and the remaining lots are being marketed to potential buyers. Filing 4 will have 24 lots. Director O’Sullivan discussed current market conditions and noted they are working to complete Filing 4 by 2024. Director O’Sullivan discussed road repairs and negotiations with the City that should be complete in Spring of 2023. Director O’Sullivan noted that 20 apartments are currently leased in Filing 2.

#### 7. Financial Matters

- a. Public Hearing on 2022 Budget Amendment: Director Lemmon moved to open the Public Hearing on the 2022 Budget Amendment; seconded by Director O’Sullivan. Motion passed unanimously. Mr. Walker presented the 2022 Budget Amendment. After no public comment, the Public Hearing was closed.
  - i. Consider Adoption of Resolution Amending 2022 Budget: After review, Director O’Sullivan moved to adopt the Resolution Amending 2022 Budget; seconded by Director Lemmon. Motion passed unanimously.
- b. Public Hearing on 2023 Budget: Director Lemmon moved to open the Public Hearing on the 2023 Budget; seconded by Director O’Sullivan. Motion passed unanimously. Mr. Walker presented the 2023 Budget. After no public comment, the Public Hearing was closed.
  - i. Consider Adoption of Resolution Approving the 2023 Budget: The Board agreed to Gallagherize the mill levy. After review, Director Lemmon moved to adopt the Resolution Approving the 2023 Budget with the Gallagherization of the mill levy; seconded by Director O’Sullivan. Motion passed unanimously.

#### 8. Legal Matters

- a. Review and Consider Approval of WSDM – District Managers Engagement Letter: Mr. Walker presented the WSDM District Managers Engagement Letter. Director Lemmon moved to approve the WSDM District Managers Engagement Letter; seconded by Director O’Sullivan. Motion passed unanimously.

- b. Review and Consider Approval of BiggsKofford 2022 Audit Engagement Letter: Director O’Sullivan moved to authorize the President of the Board to work with the District Manager to determine the Auditor at a cost not to exceed the \$9,325.00; seconded by Director Lemmon. Motion passed unanimously.
- c. Consider Adoption of 2023 Annual Administrative Resolution: Mr. Dickhoner presented the 2023 Annual Administrative Resolution. The Board agreed to schedule quarterly meetings on the third Wednesday of the first month of each quarter at 10:00 AM. Director O’Sullivan moved to approve the 2023 Annual Administrative Resolution with the quarterly meeting schedule as determined and the elimination of the director compensation; seconded by Director Lemmon. Motion passed unanimously.
- d. Consider Adoption of Resolution Calling the May 2, 2023 Director Election: Mr. Dickhoner presented the Resolution Calling the May 2, 2023 Director Election. After review, Director Lemmon moved to adopt the Resolution Calling the May 2, 2023 Director Election; seconded by Director O’Sullivan. Motion passed unanimously.
- e. 2022 Legislative Overview: Mr. Dickhoner presented the 2022 Legislative Overview Memorandum.
- f. Consider Approval of Third Amendment to Funding and Reimbursement Agreement for Operations and Maintenance: Mr. Dickhoner discussed the Third Amendment to Funding and Reimbursement Agreement for Operations and Maintenance. Director O’Sullivan committed to paying the shortfall for 2023 in the approximate amount of \$50,000. Director Lemmon moved to direct legal counsel to prepare the Third Amendment to Funding and Reimbursement Agreement for Operations and Maintenance that reflects the \$50,000 for 2023; seconded by Director O’Sullivan. Motion passed unanimously.

9. Public Comment: Mr. Talbot commented that collaboration and success is important between the Board, Management, and the homeowners. He thanked the Board for coordinating replacement of the deceased trees and noted that landscaping is an important and very visible part of the community. He noted concerns for new landscaping if there is no water or irrigation and commented that communication is key and noted that responsiveness with Management has been great. Mr. Talbot discussed recommendations made by the fire department regarding fire mitigation. Mr. Talbot asked about Board Meeting notifications. Ms. Hardekopf confirmed the meetings and details will be posted on the District website. Mr. Talbot discussed District irrigation pipe on homeowner property that may need to be addressed. WSDM will research further to address the issue.

10. Other Business

- a. Discussion of District Landscape Alterations Made by Builder: The Board discussed landscape alterations done on District property that was not approved by the Board. Specifically, the builder approved and installed rock on the east side of the District’s property. The Board agreed to table this item.
- b. 2023 Regular Meeting Schedule: There was no additional discussion.

11. Adjournment: Director Lemmon moved to adjourn at 12:10 PM; seconded by Director O’Sullivan. Motion passed unanimously.

Respectfully Submitted,  
WSDM District Managers



President