SOUTHWEST TIMNATH METRO DISTRICTS

RECORD OF PROCEEDINGS
MINUTES OF THE JOINT SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF
SOUTHWEST TIMNATH METROPOLITAN DISTRICT NOS. 1-4

HELD: Thursday, November 07, 2024, at 5:30 p.m. at 6000 Summerfields Parkway, Timnath, Colorado 80547, along with being on Zoom.

ATTENDANCE:
The joint special meeting of the Boards of Directors of the Southwest Timnath Metropolitan District Nos. 1-4 (collectively, the "Board") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Directors in Attendance:
Dino A. DiTullio
Ron Mullenbach
Tyler Drage
Irvan Christy
Mike DiTullio

Directors Absent and Unexcused:
Jennifer DiTullio

Also in Attendance:
Guy Johnson, Jackie Johnson, and Dominck DiTullio from District Management team.

CALL TO ORDER:
Director Dino DiTullio called the meeting to order at 5:32p.m.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE COMBINES MEETING AND NOTICES:
Mr. Johnson reported that all 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 stated that all the Board members had been administered at the Oaths of Office. 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 Southwest Timnath Metro District No. 1, with concurrence by the Southwest Timnath Metro District No. 2, 3, & 4. Mr. Johnson stated that the notice of the meeting was properly posted in 3 public places in District No. 1, 2, 3 & 4 boundaries at least 72 hours prior to this meeting. Notice of meeting and agenda were sent to the Larimer County Clerk and Recorder for posting as required by law. At this time, Mr. Johnson stated the board of directors should review and discuss the positions of the current board members. After further discussion it was determined the Dino DiTullio would remain as President of SWTMD 1 -4 and Ron Mullenbach would hold the hold the Secretary of SWTMD 1-4,

Upon motion was made by Director Mike DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried for the above-mentioned positions.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:
Mr. Johnson 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:

The Board reviewed the agenda,

Upon motion was made by Director Mike DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried to approve the agenda.

APPROVAL OF MINUTES:

The meeting Minutes of April 22, 2024, meeting was presented and discussed.

Upon motion was made by Director Ty Drage, seconded by Director Dino DiTullio, Director Ron Mullenbach and unanimously carried to approve the meeting minutes of the March 08, 2022, Meeting.

PUBLIC COMMENTS:

Director Dino DiTullio recognize Karen Bellus from Riverbluff Dr. Mrs. Bellus stated she would like to see the fitness equipment updated, add a rowing machine, reconnect the T.V.'s, extend the pool hours into September and when the Poudre Trail would be complete. Director DiTullio stated the Poudre Trail would most likely be started this winter but not sure when the Town will complete that project. Mr. Johnson stated that the fitness equipment was replaced 3 yrs ago and would not be replaced for another 2 to 3 yrs, the equipment cost $60,000 when it weas replaced. There is not enough room in the fitness area for a rowing machine. The website has been upgraded to Streamline to comply with the ADA rules.

RESOLUTION CONCERNING ANNUAL ADMINISTRATIVE MATTERS 2025:

Mr. O'Leary presented a Resolution Concerning Annual Administrative Matters for 2025 for the Districts.

Upon motion was made by Director Dino DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried, the Board approved the Resolution Concerning Annual Administrative Matters for 2025, including: the contact person(s) for the District; the designated posting location(s) for the District; and the location for meetings of the Board of Directors.

TRANSPARENCY NOTICES:

Mr. O'Leary presented the Transparency Notices and discussed that these will need to be posted on the District's website on or before January 15, 2025. These notices will also be provided to the Division of Local Government and appropriate state agencies as required by law.

Upon motion, it was duly made by Director Dino DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried to approve the 2025 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.

EXCLUSION OF WORKERS COMPENSATION INSURANCE.

Mr. O'Leary 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, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried 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 OF 2025 DISTRICT SERVICE AGREEMENTS:

Mr. Johnson presented and discussed engagement letters and/or proposals for service agreements for District Management, Landscape Maintenance Agreements, Pool Management agreement with STMD, Annual Audit and Exemption Agreements, Internet and Phone contracts and engagement of District Counsel to the Board of Directors. Mr. 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 and

Upon motion, it was duly made by Director Ron Mullenbach, seconded by Director Dino DiTullio, Director Tyler Drage and unanimously carried to approve the District service agreements and make changes if needed for District Management, Landscape/Maintenance, Annual Audit and Exemption Agreement, Internet and Phone contracts and District Counsel. Also authorized Guy Johnson to finalize any negotiations and execution of the service agreements for 2025.

AUDIT AND AUDIT EXEMPTION:

Mr. O'Leary reviewed with the Board preparing for the 2024 audits and/or exemptions. It was noted that if revenues or expenditures for a district are less than $750,000 the District may file application for Exemption from Audit on or before March 31st.

Upon motion duly made by Director Irvan Christy, seconded by Director Ron Mullenbach, Director Dino DiTullio and unanimously carried to authorize Mr. Johnson to prepare for 2023 audits and or fill out application for exemptions from audits as appropriate and to take further action as necessary to complete and file these documents with the necessary state agencies.

PAYABLES:

Mr. Johnson presented the Schedule of Payables for April through October 2024. After further review:

Upon motion duly made by Director Dino DiTullio, seconded by Director Irvan Christy, Director Ron Mullenbach unanimously carried to approve and ratify payables for April through October 2024 with a total of $368,696.11.

2024 AMENDED BUDGET HEARING:

Mr. Johnson stated that a budget amendment was not needed for SWTMD at this time.

CONSIDER APPROVAL RESOLUTION REGARDING INCREASE OF OPERATION & MAINTENANCE FEE:

2025 BUDGET HEARING:

Upon motion by Director Dino DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried, the Boards opened the Public Hearing of the 2025 Proposed Budget. Mr. Johnson presented the Board with the proposed 2025 Budget, With no further discussion of the 2025 Budget Director Ron Mullenbach, seconded by Director Dino DiTullio, Director Tyler Drage to close the Public Hearing and unanimously carried.

Upon motion, it was duly made by Director Dino DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried, the Board: (1) Approved and 2025 budget as presented with O & M increase with mill levies Gallagherized; (2) Authorized the appropriation of funds for the expenditures set out in the budgets.

(3) Authorized the President and the Secretary to sign the necessary documentation; and (4) Directed the District Manager to file the budgets with the Division of Local Government prior to January 31, 2025.

APPROVAL OF PROMISSORY NOTES:

Mr. Johnson stated the Promissory notes required renewal yearly renewals and updates, Mr. Johnson noted the changes were just interest accruals, after further discussion,

Upon motion, it was duly made by Director Mike DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried, the Board Resolved to approve the updated Promissory Note for 2025 as discussed.

LEGAL COUNSEL REPORT:

M. Johnson presented to the board the Resolutions Updating CORA, Calling of the 2025 Board of Directors election and the Resoltion regarding the spilt cost of the Tract M/Community Center/ Pool

Upon motion duly made by Director Dino DiTullio, seconded by Director Irvan Christy, Director Ron Mullenbach and unanimously carried to approve the Resolution Updating CORA, Resolution Calling the 2025 Election and the IGA's and split all the cost in Tract M, which includes the Community Center and Pool.

MANAGERS REPORT:

1. **General District items:**
   a. Check fencing.
   b. Check detention areas.
   c. Check drainage areas.
   d. Checking playgrounds.
2. **Site Work:**
   a. Fence stain project.
3. **Web Site:**
   a. Up-dating as needed.
4. **Community Center & Pool: With STMD.**
   a. Working with STMD board on Community Center
   b. Low on funds, working with STMD.
   c. Resurface parking lot.
   d. Restripe Parking lot.
   e. Paint/Stain exterior of Community Center
   f. Paint interior of Community Center
   g. Replace carpet in Community Center
   h. Replacement of Front Door to handicap accessible
   i. Upgrade other doors around the Community Center
   j. Add Additional Security Camera
   k. Upgrade Security System
   l. Pumps to slides
   m. Possibly removing sod in the pool area, replace it with concrete or artificial turf.
   n. Upgrade play structures/amenities in pool play area and park.
   o. Keep in mind fitness center up-grades in 3 or 4 years.

OTHER MATTERS BEFORE THE BOARD:

Mr. Johnson presented the date for the 2025 Board of Directors meeting, dates presented are Aril 22, 2025, at 5:30 pm and November 6th, 2024, at 5:30 p.m.

ADJOURNMENT:

Following discussion and upon motion duly made by Director Dino DiTullio, seconded by Director Ron Mullenbach, Director Tyler Drage and unanimously carried, the Board adjourned the joint special meeting of the Board of Directors of the Southwest Timnath Metropolitan District Nos. 1-4 at 6:13 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 Southwest Timnath Metropolitan District Nos. 1-4.

Guy D. Johnson