

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 5  
(THE "DISTRICT")  
HELD  
NOVEMBER 16, 2023

A special meeting of the Board of Directors of the Banning Lewis Ranch Metropolitan District No. 5 (referred to hereafter as the "Board") was convened on Thursday, November 16, 2023. This District Board meeting was held at Banning Lewis Ranch – The Barn 9150 Braemore Heights, Colorado Springs, Colorado 80927 and via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Steve Langer, Director  
Victoria Niemi, Treasurer  
Kathryn Giddens, Secretary  
Dawson Hubert, Assistant Secretary  
J. Larson, Director

#### Also, In Attendance Were:

Krista Baptist, Korben Heim, Ashley Voss and Carrie Bartow;  
CliftonLarsonAllen, LLP  
Colin Mielke; Seter & Vander Wall, P.C.  
Pam Nuesse, Esther McGhee, Kevin Bradley, Gerry Cohen, Betty Haverland, Gary Haverland, Jeannette O'Brien, Velma Hendrickson, Loretta Pennie, Sherri Parrish, Virginia D. Beteille-Hock, Margaret Mecca, Arn Weims, Heidi Weims, Cindy Hogan, Tim Hogan, Sue Harmon, Steve Hall, Michael Wilmoth, Marion Dries, Mark Davis, Patricia Siegel, Sue Hofer, David Knutson, Dan Akerhielm, Lillian Rigdon, Deb Prato, Alice Bolton, Patricia Wolf, Annette Ellison, Lisa Phelps, Karen Plaza, and Lesle Arneson; Members of the Public

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** Upon a motion duly made by Director Giddens, seconded by Director Hubert, the Board called the meeting to order at 9:32 a.m. Following review, upon a motion duly made by Director Hubert, seconded by Director Niemi and, upon vote, unanimously carried, the Board approved the agenda, as amended to move the budget hearing to earlier in the meeting and to add surveillance policy and Barn updates as discussion items.

**Disclosures of Potential Conflicts of Interest:** The Board had been previously advised that pursuant to Colorado law, certain disclosures by the Board members might be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting,

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following which each Board member affirmed the presence or absence of conflicts of interest, stating the fact and summary nature of any applicable matters, as required under Colorado law, to permit official action to be taken at the meeting.

**Quorum, Location of Meeting and Meeting Notices:** A quorum was confirmed.

It was noted that the meeting was noticed on the website and posted as required. It was noted that the notice of the budget hearing was published in The Transcript as required.

PUBLIC HEARING  
REGARDING  
AMENDED 2023  
BUDGET AND 2024  
BUDGET

**Public Hearing on Amendment of the 2023 Budget:** Upon a motion duly made by Director Hubert, seconded by Director Niemi, the Board opened the public hearing to consider an amendment to the District's 2023 Budget at 9:49 a.m.

It was noted that publication of Notice stating that the Board would consider an amendment of the District's 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 9:51 a.m.

Ms. Bartow reviewed the 2023 budget amendment with the Board to increase the Capital Project Fund from \$0 to \$20,000 to account for unanticipated engineering and accounting costs during 2023. Following review, upon a motion duly made by Director Larson, seconded by Director Hubert and, upon vote, unanimously carried, the Board approved the 2023 budget amendment and adopted the Resolution to Amend the 203 Budget, subject to CLA sending Director Larson documentation related to various expenditures.

**Public Hearing on the Proposed 2024 Budget and Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution to Set Mill Levies:** Upon a motion duly made by Director Hubert, seconded by Director Larson, the Board opened the public hearing to consider the District's 2024 Budget at 9:59 a.m.

It was noted that publication of Notice stating that the Board would consider the District's 2024 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation

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within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 10:00 a.m.

Ms. Bartow reviewed the 2024 proposed budget with the Board. Following review, upon a motion duly made by Director Niemi, seconded by Director Hubert and, upon vote, unanimously carried, the Board approved the propose 2024 budget and adopted the Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and Certiij Mill Levies.

**DLG-70 Certification of Tax Levies form:** Following discussion, upon a motion duly made by Director Larson, seconded by Director Hubert and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.

**Execution of the DLG-70 Certification of Tax Levies:** Ms. Bartow noted that the CLA principal will be executing the DLG-70 Certification of Tax Levies.

**Appointment of District Accountant to Prepare 2025 Budget:** Following discussion, upon a motion duly made by Director Hubert, seconded by Director Larson and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2025 budget.

**Engagement letter with BiggsKofford to prepare the 2023 Audit:** Following discussion, upon a motion duly made by Director Hubert, seconded by Director Niemi and, upon vote, unanimously carried, the Board approved the engagement letter with BiggsKofford to prepare the 2023 Audit.

**Resolution Regarding Funding Request:** Discussion ensued regarding the funding request resolution approved by the Board in March 2023 and whether it impacts the Finance Committee's operations. The Board determined to add this as a discussion item on the next meeting agenda.

ADMINISTRATIVE  
MATTERS  
CONTINUED

**Public Comment:** The Board opened the meeting for public comment.

Mark Davis: Commented on the OakwoodLife Christmas party. He questioned about appointments to the Board vacancies and what

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process was used, construction traffic needing to be routed through the southernmost gates, concern about utility rates increasing, and expressed disappointment about the low rate of Board member turnout expected at the holiday party.

Kevin Bradley: Commented on the dog park signs and Ashley's OakwoodLife email about Oakwood Homes. Additionally, he asked for the status of the District No. 1 contract with CLA.

Margaret Mecca: Commentd that the resident website does not have all clubs listed and expressed how her committee hoped that the importance of participation in the website would be heard and understood by all residents.

Jeannette O'Brien: Questioned the landscape contract bid. Ms. Baptist advised this has not yet gone out for bids.

David Rosser: Commented that food truck Fridays were enjoyable in the past and disappointment that this had gone away, and questioned if there was something to do to get the program to return and have a higher rate of participation.

Virginia Beteille-Hock: Expressed concern about complete compliance of the Retreat age survey and asked if Diversified had been made aware of the situation of some people not receiving surveys or receiving empty envelopes. She further expressed the importance of participating in this activity and wants all residents to be aware of the requirements.

**Election of Officers:** Following discussion, upon a motion duly made by Director Hubert, seconded by Director Niemi and, upon vote, unanimously carried, the Board elected the following slate of officers:

President:	Steve Langer
Vice President:	Dawson Hubert
Secretary:	Kathryn Giddens
Treasurer:	Vicki Niemi
Assistant Secretary:	J. Larson

**Minutes from the October 19, 2023 Regular Board Meeting:** Following review, upon a motion duly made by Director Giddens, seconded by Director Niemi and, upon vote, unanimously carried, the Board approved the October 19, 2023 regular Board meeting minutes, as presented.

**2024 Insurance Renewal, Adoption of Documents Needed to**

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**Obtain or Maintain Insurance Coverage through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management and Authorize Membership in the Special District Association:** Director Hubert questioned employment practices deductible. Mr. Heim noted the District has no employees so that is not applicable. Following discussion and review, upon a motion duly made by Director Giddens, seconded by Director Hubert and, upon vote, unanimously carried, the Board approved the 2024 insurance renewal and authorized membership in the Special District Association for 2024.

### FINANCIAL MATTERS

**September 30, 2023 Financial Statements, Cash Position Schedule and Property Tax Statements:** Ms. Bartow reviewed with the Board. Director Larson asked about debt payment, remaining interest payment and the portion of the principal on December 1<sup>st</sup>. Following discussion, upon a motion duly made by Director Giddens, seconded by Director Larson and, upon vote, unanimously carried, the Board accepted the September 30, 2023 Financial Statements, Cash Position Schedule and Property Tax Statement.

**Special Revenue Fund Financials as of August 31, 2023 from Banning Lewis Ranch MD No. 1:** Ms. Bartow reviewed the Special Revenue Fund Financials with the Board. Director Larson asked about the OakwoodLife budget to actual. Discussion ensued regarding the Ranch Pass and consideration to cut it off and have residents pay for access to the Ranch House.

### LEGAL MATTERS

**2024 Annual Administrative Resolution:** Attorney Mielke reviewed the Resolution with the Board. Discussion ensued regarding the Director compensation section to update as Board members request. There was also discussion regarding the publication and website sections. Following discussion, upon a motion duly made by Director Giddens, seconded by Director Larson and, upon vote, unanimously carried, the Board adopted the 2024 Annual Administrative Resolution with modifications as discussed.

**Update regarding status of litigation:** Attorney Mielke provided an update on the pending litigation, noting that mediation is set for December 12<sup>th</sup>.

**Update regarding Cooperation Committee Meeting:** Director Larson provided an update, confirming that written comments made by the District to the Cooperation Committee will be posted online.

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### MANAGER MATTERS

**Amended CC&R's, Article 4:** Ms. Baptist reviewed the age audit requirements and FAQ prepared by the Banning Lewis Ranch Metropolitan District No. 1 legal counsel. Discussion ensued, but no action was taken.

**CliftonLarsonAllen LLP Master Service Agreement and related statement(s) of work for 2024:** Director Larson questioned payroll and Director fees. Director Larson expressed concern on the District No. 1 and District No. 5 cost and communication. Discussion ensued. Following discussion, upon a motion duly made by Director Niemi, seconded by Director Larson and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Master Service Agreement and related statement(s) of work for 2024.

### DIRECTOR MATTERS

**OakwoodLife request to the District Board and recommendations presented to District No. 1 (Developer District):** This was tabled to the next meeting.

### **Committee updates:**

**Committee chair positions:** Upon a motion duly made by Director Giddens, seconded by Director Hubert, with a vote of 4 in favor and Director Larson abstaining, the Board appointed Director Larson as the Finance Committee chair.

**Facilities Committee Updates:** Director Niemi discussed the landscape, pigeons and pickleball court improvements. Director Niemi mentioned that the Facilities Committee requested that Bob Burnett be the chairman of the Landscaping Committee to provide input to District 1 on best practices, observations, requests, and concerns. Director Niemi provided an update on the process of landscaping RFP and anticipated costs for sidewalk repairs.

**OakwoodLife Committee:** Director Hubert provided an update on staffing progress, shower curtains remain outstanding, and gates and gate hours ongoing clarifications.

**Safety and Security Committee:** No update was given.

**Finance Committee:** Director Larson asked for residents to get involved, preparation of actionable information, forecasting, reserve study and reserve budgeting. Director Larson noted that CLA may be asked to attend future finance committee meetings to provide further insight into resident questions.

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**Communications Committee:** Director Giddens provided an update, including new residents to receive letters to join the resident site, noting the non-responsive rate is very high. There is a need for engagement and participation. Director Giddens also provided updates on new functions on the BB website relating to business card posting and called for resident volunteers to join the communications committee to help shape processes going forward.

### OTHER BUSINESS

The Board discussed making financials and some materials available to the public.

Director Larson is to provide a handout on open meeting rules and scenarios which can be relevant.

The Board discussed adding a meeting item to recommend surveillance and best practices resolution to District No. 1.

Director Hubert discussed consideration to change the meeting schedule to every other month, having the Town Hall fall on an off month and OakwoodLife conducting two operations meetings.

Director Niemi discussed the special revenue fund and special projects budgeted for 2024. Upon a motion duly made by Director Larson, seconded by Director Hubert and, upon vote, unanimously carried, the Board acknowledged the special revenue fund changes from the Cooperation Committee and further discussions.

The Board discussed holding a December meeting and quorum was confirmed verbally during the meeting.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Larson, seconded by Director Hubert, the Board adjourned the meeting at 12:23 p.m.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Board

DocuSigned by:  
*Joanna Hendrickson Larson*  
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