

# **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:** Wednesday, November 29, 2023, 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 but Excused:**

Jennifer DiTullio

#### **Also in Attendance:**

Guy Johnson, Jackie Johnson, from District Management

### **CALL TO ORDER:**

Director Dino DiTullio called the meeting to order at 5:31p.m.

### **QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE COMBINES MEETING AND NOTICES:**

Mr. O'Leary 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 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 March 09, 2023, meeting was presented and discussed.

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

**CONSIDER APPROVAL AND RATIFICATION OF TRACT M AND THE DISTRICT IGA'S: INCLUDING THE COMMUNITY CENTER & POOL OPERATIONS/COST WITH STMD:**

Mr. Johnson present to the board the IGA that covers all the cost of Tract M which includes the Community Center and Pool budget, which is to be split between SWTMD and STMD, After further discussion,

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

**RESOLUTION CONCERNING ANNUAL ADMINISTRATIVE MATTERS 2023:**

Mr. O'Leary presented a Resolution Concerning Annual Administrative Matters for 2024 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 2024, 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, 2024. These notices will also be provided to the Division of Local Government and appropriate state agencies as required by law.

Upon motion duly made by Director Dino DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried to approve the 2024 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 2024 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 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 2024.

**AUDIT AND AUDIT EXEMPTION:**

Mr. O’Leary reviewed with the Board preparing for the 2023 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 such further action as necessary to complete and file these documents with the necessary state agencies.

**PAYABLES:**

Mr. Johnson presented the Schedule of Payables for March through October 2023. Noting a few items out of budget, such as water, trees, grub damage and the Community Center and pool cost, but overall budget under budget. After further review:

Upon motion duly made by Director Dino DiTullio, seconded by Director Irvan Christy, Director Ron Mullenbach and unanimously carried to approve and ratify payables for March 2023 through October 2023 with a total of \$436,548.30.

**2023 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:**

Director Dino DiTullio and Guy Johnson present to the board the need to increase the Operation & Maintenance Fee, after further discussion,

Upon motion duly made by Director Irvan Christy, seconded by Director Dino DiTullio, Director Ron Mullenbach and unanimously carried to increase the “Operations and Maintenance Fee” shall be **\$133.33 per month** which is **\$400.00 per quarter** or **\$1,600.00 annually** with and shall be due in one (1) lump sum by March 1<sup>st</sup> or quarterly payments due on or before March1, June 1, September 1, and December 1, and shall be assessed against all residential lots. Operations and Maintenance Fee will be collected from the owner of the lot/home.

**2024 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 2024 Proposed Budget. Mr. Johnson presented the Board with the proposed 2024 Budget, the board stated they had reviewed the budget without and with an increase prior to the meeting, and the decision to increase the Operation & Maintenance fee was necessary to continue maintaining the appearance of the neighborhood. Keeping

in mind the O and M fee would need to be increased again. With no further discussion of the 2023 Budget Director Ron Mullenbach, seconded by Director Dino DiTullio, Director Tyler Drage to close the Public Hearing and unanimously carried.

Upon motion duly made by Director Dino DiTullio, seconded by Director Tyler Drage, Director Ron Mullenbach and unanimously carried, the Board: (1) Approved and 2023 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, 2024.

**APPROVAL OF PROMISSORY NOTES:**

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

Upon motion 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 2024 as discussed.

**PUBLIC COMMENTS:**

There were no homeowners present at this meeting so therefore no public comments at this time.

**LEGAL COUNSEL REPORT:**

Mr. O'Leary contacted the district beforehand and stated he had nothing else to add at this time.

**MANAGERS REPORT:**

1. **General District items:**
  - a. Check fencing.
  - b. Check detention areas.
  - c. Check drainage areas.
  - d. Checking playgrounds.
  - e. Site low on funds, need to increase O and M fees.
2. **Site Work:**
  - a. Fence stain project.
3. **Web Site:**
  - a. Up-dating as needed.
4. **Community Center & Pool: With STMD.**
  - a. Low on funds, work with STMD
  - b. Resurface parking lot.
  - c. Restripe Parking lot.
  - d. Paint/Stain exterior of Community Center
  - e. Paint interior of Community Center
  - f. Replace carpet in Community Center
  - g. Replacement of Front Door to handicap accessible
  - h. Upgrade other doors around the Community Center
  - i. Add Additional Security Camera
  - j. Upgrade Security System
  - k. Pool Heaters/Pumps
  - l. Pumps to slides

- m. Possible removing sod in the pool area, replace with concrete or artificial turf.
- n. Upgrade play structures/amenities in pool play area and park.

Keep in mind fitness center up-grades in 3 or 4 years.

**OTHER MATTERS BEFORE THE BOARD:**

Mr. Johnson presented dated for the 2024 Board of Directors meeting, dates presented are March 6<sup>th</sup>, 2024, at 5:30 pm and November 7<sup>th</sup>, 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 6:03 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