



**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
VENTANA METROPOLITAN DISTRICT
Held Tuesday, June 7, 2016**

A regular meeting of the Board of Directors of the Ventana Metropolitan District No. 1 (the "Board") was duly held on Tuesday, the 7th of June, 2016, at 1:00 p.m. at 13530 Northgate Estates Drive, Suite 200, Colorado Springs, CO 80921. The meeting was open to the public.

Directors in Attendance Were:

Brian Bahr, President - Term to May 2018
Steven Vasas, Secretary/Treasurer- Term to May 2018
Richard Vorwaller - Term to May 2018
Patrick Jarrett- Term to May 2016
Todd Anderson - Term to May 2016

Also in Attendance Were:

Peter Susemihl, Susemihl, McDermott & Cowan, PC
Kevin Walker, Schooler and Associates, Inc.
Brenda Quinones, Schooler and Associates, Inc.
Members of the Public; None

1. **Call to order:** The meeting was called to order by President Bahr at 1:03 PM.

2. **Declaration of Quorum/Director Qualifications/Reaffirmation of Disclosure Matters:** The Board discussed the requirements pursuant to Colorado law to disclose any potential or existing conflicts of interest to the Board of Directors and to the Secretary of State. Mr. Susemihl reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's office of the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Susemihl noted that a quorum was present and inquired into whether members of the Board had any additional disclosure of potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. No additional disclosures were noted.

3. **Board of Directors – New Appointments:**

Brian Bahr is President of the Board by affirmation.

Director Vorwaller moved to accept Director Steve Vasas' resignation and appoint Todd Anderson onto the Ventana Metro District Board of Directors to fill the vacancy, and was seconded by President Bahr. The motion passed unanimously.

Director Vorwaller moved to appoint Bruce Peele onto the Ventana Metro District Board of Directors, the motion was seconded by President Bahr. The motion passed unanimously.

Director Vorwaller moved to appoint Patrick Jarrett onto the Ventana Metro District Board of Directors, the motion was seconded by President Bahr. The motion passed unanimously.

Director Anderson moved to appoint Director Peele as the Secretary/Treasurer of the Board, and was seconded by Director Vorwaller. The motion passed unanimously.

4. **Approval of Agenda:** President Bahr presented the Rivers Development invoice to the Board for their consideration for reimbursement by taking a draw on the bond. Director Vorwaller moved to amend the agenda by adding this item to the agenda as item 10. The motion was seconded by Director Jarrett, and passed unanimously.

5. **Public Comment and Public Sign-In Attendance Sheet:** No members of the public attended.

6. **Consent Agenda Items:**

- a. Acknowledge Market/Operations Report
- b. Acknowledge Manager's Report (enclosure)
- c. Approval of Board Meeting Minutes from the April 5, 2016 Meeting (enclosure)
- d. Approval of Payables for the Period ending May 6, 2016 (enclosure) in the amount of:

General Fund:	\$ 6,965.00
Capital Projects Fund:	\$
<u>Debt Service Fund:</u>	<u>\$</u>
Total:	\$

- e. Acceptance/Approval of Financial Statements

Director Anderson moved to approve all consent items, as well as approve \$375,000 in bond revenues to contract an engineer to inspect and certify the installed infrastructure. The motion was seconded by director Vorwaller; the motion passed unanimously.

President Bahr asked Mr. Walker to contact Tim McConnell with Drexel, Barrell, and Company and arrange for him to inspect and certify the infrastructure.

7. **Legal Matters: Disclosure Resolution** – Mr. Walker and Mr. Susemihl advised the Board that the Disclosure Resolution will need to be updated after the Amended Service Plan is approved. The only question on the service plan is regarding whether the district has the ability to collect fees to pay for the trash service. The District can:
- a. Create an HOA document which allows the district to collect the fees, which would need signatures from current homeowners. The City of Fountain prefers HOA management companies to collect such fees. Mr. Susmihl advised the Board that the statute indicates a population of 5,000+ can provide transportation services. He believes Fountain is linking this to metro districts.
 - b. The District could impose an infrastructure development fee. Mr. Susmihl advised the Board that a relevant statute specifies that if a district is about to take an action that is outside of the service plan, it needs to provide and post a 45 day notice. It could then be adopted if the municipality does not object.
 - c. The District could have homeowners sign an agreement that says they agree to allow the district manager to negotiate trash service with a single company.

President Bahr moved to defer the discussion until the next quarterly meeting to allow Mr. Susmihl and Mr. Walker to conduct more research. This item shall be placed on the agenda for the next meeting. Mr. Vorwaller seconded the motion; the motion passed unanimously.

8. **District Management Matters:** Mr. Walker reported on the following items:
- a. Service Plan — See discussion in Legal Matters (above);
 - b. District Website Update-Mr. Walker reported the State is approximately 30 days behind schedule in assigning websites. President Bahr asked if the Sales staff will be able to refer buyers to the District page to examine relevant documents once the website is established. Mr. Walker advised him that they will, and gave a brief description of the features of the website.
 - c. Trash Service Agreement Update-Mr. Walker reported the process is going well. The title company notifies the district manager of all closings, and the district manager updates the trash company. Delivery of trash and recycling carts has been prompt.
 - d. Recreation Center & Pool Management Company- Mr. Walker reported that he and Brenda Quinones met with the YMCA management staff, and are doing additional research in preparation of requesting bids for recreation center management services. Mr. Walker reported that the YMCA staff is experienced with designing services within a district's budget.

- e. Easement – Mr. Walker received an email regarding an easement. He has not received any comments-Brian said intent is open space that will be maintained by the District.
- Where is the easement?
 - What will it be used for?
 - Jim Byers reviewed Ventana Open Space Exhibit. Needs to maintain easement since it is the Toby R. Wells parcel which is west of the Ventana recreation center. On west of Old Pueblo Rd. It is not on District property. The other option would be to take it south, which would be difficult. The easement is already a recorded drainage easement 25 foot non-exclusive. Mr. Byers will research the document with the engineer & attorney to determine whether the District can use and must maintain the easement. Mr. Susmihl stated it does not look like a public easement. Mr. Bahr stated the District needs to decline to maintain it since District residents cannot use it.
9. **Market Update/Construction/Operation:** Director Jarrett reported that sales are doing well. The City of Fountain is not approving lots fast enough. They are on the July Planning Commission to review all plans. Permits and Certificates of Occupancy are slow. Orders from homebuyers are coming in regularly. The Open House that was held a few weeks ago was well attended. Funding is ready for filing 2; waiting on approval from Fountain.
10. **Other Business:**
Next Regular Meeting Date – August 2, 2016
- Director Jarrett moved to change the meeting date to September 13th at 1:00 PM, the motion was seconded by Director Vorwaller. The motion passed unanimously.
11. **Adjournment:** President Bahr adjourned the meeting at 1:41 pm.

The Board of Directors of the Ventana Metro District has determined to meet at the location stated above because there is no convenient location to meet within the Districts' boundaries. Such meeting location shall remain applicable for all future meetings until otherwise determined.

Respectfully Submitted by,
Schooler & Associates, Inc.

By: Kevin Walker, District Manager

THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 7, 2016, MINUTES OF THE
VENTANA METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING
BELOW:

Brian Bahr, President of the Board

Bruce Peele, Secretary/Treasurer

Todd Anderson, Director

Richard Vorwaller, Director

Patrick Jarrett, Director