



**MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
WILDGRASS AT ROCKRIMMON METROPOLITAN DISTRICT  
HELD NOVEMBER 17, 2022, AT 10:00 AM**

Pursuant to posted notice, the special meeting of the Board of Directors of the Wildgrass at Rockrimmon Metropolitan District was held on Thursday, November 17, 2022, at 10:00 AM, at 614 North Tejon St., Colorado Springs, CO 80903 and via electronic means and telephone conference call.

Attendance

In attendance were Directors:

Doug Conrath, President  
Karen Brandenburg, Treasurer  
Greg Mitchell, Secretary  
Susan Gonzales, Assistant Secretary

Also in attendance were:

Kevin Walker, WSDM  
Adam Noel, WSDM  
Suzanne Meintzer, Esq.; McGeady Becher P.C.

**1. Administrative Matters**

- a. Call to Order/Declaration of Quorum: President Conrath called the meeting to order at 10:07 AM and confirmed a quorum was present.
- b. Conflict of Interest Disclosures: The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members before this meeting in accordance with the Statute. No additional disclosures were made. Attorney Meintzer noted that disclosures of potential conflicts of interest were filed with the Secretary of State for Director Gonzales.
- c. Approval of the Agenda: The Board approved the Agenda as presented.
- d. Public Comment: There was no public comment.
- e. Consent Agenda: The items below are a group of items to be acted on with a single motion and vote by the Board. President Conrath made a motion to accept the consent agenda as presented; seconded by Director Brandenburg. Motion passed unanimously.
  - Approve Meeting Minutes from November 11, 2021 (**enclosure**);
  - Approve Meeting Minutes from April 6, 2022 (**enclosure**);
  - Approve Meeting Minutes from June 9, 2022 (**enclosure**);

- Ratify engagement of Walker Schooler District Managers for 2022 Management and Accounting Services; and
  - Ratify Termination of the Master Service Agreement by and between the District and CliftonLarsonAllen LLP, dated September 14, 2021, and signed by the District on May 11, 2022 (**enclosure**).
  - Acknowledge Special Warranty Deed conveying Tract A, Wildgrass Filing No. 1, County of El Paso, State of Colorado from Century at Wildgrass, LLC to the District, recorded on September 26, 2022
- f. Acknowledge the resignation of Jeffrey Mattson from the Board of Directors, effective September 26, 2022. Discuss vacancy on the Board of Directors: Let the record reflect that Director Jeffrey Mattson resigned from the Board of Directors on September 26, 2022, as Tract A is no longer owned by the District.
- g. Discuss business to be conducted in 2023 and the location (virtual and/or physical) of meetings. Schedule regular meeting dates and consider adoption of Resolution Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices (enclosure): The Board reviewed the Resolution Establishing Regular Meeting Dates, Time, and Location and established the 2023 meetings to be held in-person at 614 N. Tejon St. with an online (hybrid) option on the second Thursday in April, June, and November 2023 at 10:00 AM. President Conrath so moved to approve the resolution as presented; seconded by Director Mitchell. Further discussion included the addition of a minimum one-week notice sent out for meetings. Motion passed unanimously.
- h. Discuss and consider approval of engagement of Walker Schooler District Managers for 2023 Management and Accounting Services (enclosure): After review, President Conrath moved to approve the 2023 WSDM engagement letter; seconded by Director Brandenburg. Motion passed unanimously.
- i. Discuss and authorize the renewal of the District's insurance and Special District Association membership for 2023: After discussion, President Conrath moved to approve the District's insurance renewal and 2023 SDA membership renewal; seconded by Director Gonzales. Motion passed unanimously.

## **2. Operations and Maintenance / Covenant Enforcement Matters**

- a. Report from Committee regarding Architectural Review matters.
- i. Discuss and consider approval of Architectural Design Guidelines; Consider adopting Resolution Adopting the Amended Wildgrass at Rockrimmon Homeowner Design Guidelines: The Board discussed the pending draft Architectural Design Guidelines and addressed the need to include an aluminum fencing height requirement. President Conrath motioned to approve the draft pending the addition of said aluminum fencing height requirement; seconded by Director Brandenburg. Motion passed unanimously.
- ii. Discuss and consider approval of Violation Fine Schedule (enclosure); Consider adoption of Resolution Adopting Amended Covenant Violation Fee Schedule: After discussion, President Conrath moved to approve the Violation Fine Schedule as amended by Directors Mitchell and Brandenburg outside of the meeting; seconded by Director Brandenburg. Motion passed unanimously.
- b. Discuss and consider approval of Landscape Replacement or Supplement in an amount not to

exceed \$3,000: President Conrath moved to approve any landscaping replacements or supplements as long as the amount does not exceed \$3,000; seconded by Director Mitchell. Motion passed unanimously.

- c. Discuss City ROW tracts irrigation system: The Board discussed how the District's irrigation system services District-owned property while individual homeowner's irrigation systems are in the City's Right of Way.

### 3. Legal Matters

- a. Discuss status of the Stormwater Maintenance Agreement between the City of Colorado Springs and the District regarding Tract F, Wildgrass Filing No. 1, County of El Paso, State of Colorado: Attorney Meintzer discussed the approved Stormwater Maintenance Agreement that went into effect on August 16, 2022, between the City of Colorado Springs and the Wildgrass at Rockrimmon Metropolitan District and that the District is responsible for proper maintenance of the Detention Pond and filing proper maintenance reports.
- b. Discuss May 2, 2023, Regular Director Election and consider the adoption of a Resolution Calling the May 2, 2023 Election for Directors, appointing Designated Election Official ("DEO"), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. Self-Nomination Forms are due by February 24, 2023. Discuss the need for ballot issues and/or questions: After discussion and no need for ballot issues and/or questions, President Conrath moved to approve the 2023 Election Resolution naming Kevin Walker, WSDM, as the Designated Election Official; seconded by Director Brandenburg. Motion passed unanimously.
- c. Discuss requirements of Section 32-1-809, C.R.S., and direct staff regarding compliance for 2023 (District Transparency Notice): Mr. Noel announced that he will draft the 2023 District Transparency Notice and post it to the proper websites as directed by legal counsel.

### 4. Financial Matters

- a. Review Unaudited Financial Statements as of October 31, 2022 (enclosure): Mr. Noel reviewed the unaudited financial statements for the period ending October 31, 2022, with the Board. Director Brandenburg requested to receive the Balance Sheet as a separate file. Director Mitchell moved to approve the October 31, 2022, unaudited financial states as presented; seconded by Director Gonzales. Motion passed unanimously.
- b. Conduct Public Hearing to consider amendment of the 2022 Budget. If necessary, consider the adoption of Resolution to Amend the 2022 Budget (enclosure): The public hearing to consider the amendment to the 2022 Budget was opened at 11:10 AM. No public comments were received, and the public hearing was closed. President Conrath moved to adopt the Resolution to Amend the 2022 Budget; seconded by Director Brandenburg. Motion passed unanimously.
- c. Conduct Public Hearing on the proposed 2023 Budget and consider adoption of Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution to Set Mill Levies (enclosures): The public hearing to consider the adoption of the 2023 Budget Resolution was opened at 11:31 AM. No public comments were received, and the public hearing was closed. President Conrath moved to accept the Resolution to Adopt the 2023 Budget; seconded by Director Brandenburg. Motion passed unanimously.
- d. Discuss and consider adoption of Resolution Authorizing Adjustment of the District Mill Levy in

Accordance with the Service Plan (enclosure): After discussion, President Conrath moved to adopt the Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan; seconded by Director Mitchell. Motion passed unanimously.

- e. Authorize the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form (“Certification”), and direct the District Accountant to file the Certification with the Board of County Commissioners and other interested parties: Director Gonzales announced that this Certification will be filed properly.
- f. Consider appointment of District Accountant to prepare the 2024 Budget: President Conrath moved to appoint Susan Gonzales, WSDM, to prepare the 2024 Budget; seconded by Director Brandenburg. Motion passed unanimously.
- g. Discuss statutory and bond document requirements for an audit. Consider appointment of District Accountant to prepare Application for Exemption from Audit for 2022 -OR- Authorize District Manager to obtain proposals to perform the 2022 Audit: The Board discussed authorizing the District Manager to obtain proposals to perform the 2022 Audit, which will be reviewed by the Board before approval.
- h. **Attorney Meintzer added item 4h. Consider adoption of Resolution Amending and Restating the Imposition of District Fees**: President Conrath moved to approve the Resolution Amending and Restating the Imposition of District Fees; seconded by Director Brandenburg. Motion passed unanimously.

## 5. Other Business

- a. President Conrath motioned to approve a collection matter to progress in the following manner: After sixty days, send a notice to place a Lien on the property; after a subsequent thirty days, file the Notice of Lien; seconded by Director Brandenburg. Motion passed unanimously.
- b. Attorney Meintzer directed the Board into executive session to discuss active legal matters. The Board so moved at 12:01 PM. The Board moved to exit the executive session and re-open the public session at 12:07 PM.

## 6. Adjourn

There being no further business to come before the Board at this time, the Board adjourned the meeting at 12:08 PM.

Respectfully Submitted,  
WSDM District Managers



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By: Recording Secretary