

**JOINT MINUTES OF THE SPECIAL BOARD MEETING  
OF THE BOARD OF DIRECTORS OF THE  
GOLD HILL MESA METROPOLITAN DISTRICT NOS. 1 AND 2  
HELD MARCH 16, 2023  
AT 9:00 AM**

Pursuant to posted notice, the special meetings of the Board of Directors of the Gold Hill Mesa Metropolitan District Nos. 1 and 2 were held on Thursday, March 16, 2023, at 9:00 a.m., at 142 S. Raven Mine Drive, Suite 100, Colorado Springs, CO, 80905, and via tele/videoconference:  
<https://video.cloudoffice.avaya.com/join/471819234>.

Attendance

In attendance were Directors:

Stephanie Edwards  
John Olson  
Tiffany Willard (un-excused)  
Barry Brinton  
Thomas Barnish (Excused)  
Justin Burns

Also in attendance were:

Pete Susemihl, Susemihl, McDermott, & Downie, P.C.  
Rebecca Harris, WSDM District Managers  
Kevin Walker, WSDM District Managers  
Heather Smith, WSDM District Managers

Combined Meeting: The Board of Directors of the Districts have determined to hold a joint meeting of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

1. Call to Order: The meeting was called to order by President Edwards at 9:00 AM.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: Ms. Harris confirmed a quorum was present with Director Barnish excused.
3. Approval of Agenda: Director Olson added discussion items for the hammock stand proposals, and general landscaping. President Edwards added an item under Financial Matters for a transition and banking update. The Board and Mr. Susemihl discussed whether to keep District No. 1. The District No. 1 Board was in favor of dissolving District No. 1 if the City agrees. Mr. Susemihl will draft a Resolution that says there is no need for District No. 1 and there is no debt, no assets, or other obligations. The process could take 30 to 60 days. Director Olson moved to approve the Agenda as amended; seconded by Director Burns. Motion passed unanimously.
4. Approval of November 16, 2022 Joint Meeting Minutes: Ms. Harris explained that she does not have record of the November 16, 2022 meeting and has requested the information from CLA. The Board tabled the approval of the November 16, 2022 Joint Meeting Minutes.
5. Public Comment: There was no public comment.
6. Management Matters

- a. Discuss Board Meeting Schedule: The Board agreed to meet on the third Thursday, bimonthly at 9:00 AM starting May 18, 2023.
  - b. Discuss HOA Invoicing per the MOU for 2023: Ms. Harris requested the Board implement HOA invoicing to better keep track of payments. The Board agreed to implement HOA invoicing for 2023.
  - c. Update on Insurance Claim: Ms. Harris provided an update on the underdrain insurance claim. The claim is still pending due to a new claim for loss of wages. Insurance is awaiting the proof and documentation.
  - d. Discuss Underdrain Maintenance: Ms. Harris and the Board discussed underdrain maintenance. Ms. Harris has requested a proposal from Mr. Holdredge for quarterly scoping of the underdrain and annual jetting maintenance for filings 7-10. For filings 1-6 especially 1 and 2, quarterly jetting maintenance and quarterly scoping of the underdrain. Ms. Harris noted the sections of the underdrain have been mapped and labeled for better location identification.
  - e. Review and Consider Approval for WSDM 2023 Engagement Letter: Ms. Harris presented the WSDM 2023 Engagement Letter. After review, Director Olson moved to approve the WSDM 2023 Engagement Letter; seconded by Director Brinton. Motion passed unanimously.
7. Legal Matters
- a. Update on the Board of Directors 2023 Election: Mr. Susemihl reported the Election can be cancelled since the same amount of self-nomination forms were received as open seats available.
  - b. Discussion on Dissolving District No. 1: Mr. Susemihl and the Board discussed the possibility of dissolving District No. 1. Mr. Susemihl noted another reason to dissolve District No. 1 is all the bonds have been issued. The Board discussed district assets and equipment.
8. Financial Matters
- a. Discuss the Unaudited Financial Statements: Ms. Harris explained they are still preparing the unaudited financial statements and awaiting financial documents from CLA.
  - b. Discuss Payable Process with WSDM Office: Ms. Harris discussed the payable process and recommended utilizing Bill.com with the Treasurer approving and the President signing.
  - c. Review and Approve Payables for period ending March 16, 2023: Ms. Harris presented the updated Payables for period ending March 16, 2023. The Board discussed the possibility of the District taking over and consolidating the trash service which is currently done by the HOA. After review, Director Olson moved to approve the Payables for period ending March 16, 2023; seconded by Director Brinton. Motion passed unanimously.
  - d. Transition Status Update: The Board requested an examination of the parking lot striping and curb painting. The Board discussed getting proposals from multiple vendors. Ms. Harris noted that any vendors and contractors the District uses must be insured.
9. Landscape Matters
- a. Discuss Snow Removal status: Ms. Harris reported that snow removal is now handled by the District.
  - b. Review and consider approval for Brightview Yearly Flower Display proposal: After review, Director Olson moved to approve items 9.b. through 9.i. with item 9.c. being subject to confirmation on the mulch around the trees as discussed; seconded by President Edwards. Motion passed unanimously.
  - c. Review and consider approval for Brightview 2023 Mulch refresh proposal: The Board discussed that grass has grown up to the trees and the mowers damaged the trunks. The Board requested confirmation from Brightview that they will clean out the grass around the trees before laying the mulch.
  - d. Review and consider approval for Brightview additional Winter Watering proposal: There was no additional discussion.
  - e. Review and consider approval for Brightview Additional Pet Stations proposal: There was no additional discussion.

- f. Review and consider approval for Brightview Main Repair Near 1491 Solitaire St proposal: There was no additional discussion.
  - g. Review and consider approval for Brightview Controller Replacement proposal: There was no additional discussion.
  - h. Review and consider approval for Brightview 2-wire Fault Repair proposal: There was no additional discussion.
  - i. Review and consider approval for Brightview Drip Valve install on Olympia: There was no additional discussion.
  - j. Discuss possible tree and retaining wall repair behind Portland Gold, off 21st street: The Board tabled this item until the next meeting.
  - k. The Board discussed the new proposal for the hammock stands at the park. The proposal is \$1,400 for 4 posts to be installed with hammock hooks. Director Olson moved to approve the hammock proposal assuming they have insurance.
10. Adjourn: The Board adjourned the meeting at 10:47 AM.
- a. Next Regular Meeting Date – Scheduled for May 18, 2023, at 9:00 AM.
  - b. Director Burns requested the Board revisit the land purchase next to his lot. He noted that he would like to reengage the District regarding purchasing the land. Ms. Harris explained the District is required to make the property available for the public to bid on and disclosures will need to be filed.

Respectfully Submitted,

*Rebecca Harris*

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By: Recording Secretary