

FOSSIL RIDGE METROPOLITAN DISTRICTS NOS. 1-3

Agenda is preliminary and subject to change by majority vote of the Boards at the meeting. Any individuals with questions regarding this Notice of Special Meeting and Agenda, or who require special accommodation to attend and/or participate in the meeting, should please contact the President of the Board of Directors of District 1 at frdistrict2@gmail.com

NOTICE OF A SPECIAL MEETING AND SUMMARY OF AGENDA ITEMS

Board of Directors – D1:

Terry Larson
Dave McGraw
Mike Walker
Tom Waterman
David Wilson

Board of Directors – D2:

Terry Larson
Ted Michelsen
Alan Plumhoff
Gerry Reese
Tom Waterman

Board of Directors – D3:

Alana Bissonnette
Mike McCleary
Laura Paviglianiti
Pepper Thahan
David Wilson

Consultants:

Mat Birkeness, CRS	District Manager
Phil Schneider, CRS	Community Manager

DATE: Tuesday, May 20, 2025

TIME: 6:30 P.M.

PLACE: 15250 W Evans Ave. Lakewood CO 80228 and Virtual Meeting

First time using web-based meetings? Review this link well before the meeting (prep time: 20-minutes) Video and audio access via computer, tablet, or mobile device, click link: <https://us06web.zoom.us/j/84972485244> Audio access via telephone: Dial - +1 720 707 2699 | enter meeting ID – 849 7248 5244 follow prompts If you access via telephone only, you will be asked to provide your name by the moderator Standard rates and fees may apply, as charged by your carrier, based on your service.

I. ADMINISTRATIVE MATTERS

- a. Call to Order/Roll Call/Declaration of Quorum (Districts 1-3)
- b. Present Disclosures of Potential Conflicts of Interest (Districts 1-3)
- c. Confirm Posting of Meeting Notices (Districts 1-3)
- d. Election of Officers (Districts 1-3)
- e. FRMD election of Meeting Chairperson and Vice Chairperson

II. PUBLIC COMMENT (Districts 1-3) – Each person will be limited to 3 minutes.

III. CONSENT AGENDA

These items are considered to be routine and will be approved by one motion. There will be no separate discussion of these items unless requested by a Board member; in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

1. Approval/Ratification of the payment of claims for the period ending 4/30/2025 (enclosure) pg.4-5
 2. Approval of the minutes of the March 24, 2025 Regular Meeting (enclosure) pg.6-12
 3. Approval of the Special meeting minutes of April 21, 2025 (enclosure) pg. 13-15
 4. Retreat Credit Card Purchases Ratification (enclosure) pg. 16
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IV. FINANCIAL MATTERS

- a. Review and consider Approval of 2025 Q1 Variance Reports – (enclosure) Director Wilson Pg. 17-26
 - b. THA and PAA schedule of fees and consideration of modifications – (enclosure) Director McCleary pg. 27-31
 - c. Consider Resolution to Transfer General Funds to Special Revenue Fund – (enclosure) Director McCleary pg. 32-33
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V. OPERATIONS AND MAINTENANCE MATTERS (District 1)

- a. Landscape Update – (verbal) CRS
 - Discussion regarding use of chemical application for weed mitigation
 - b. Retreat and Community Update – (verbal) CRS
 - Consideration of Permanent Lighting at Retreat (enclosure) Peggy Waterman pg. 34
 - Retreat Noise Control for Events (enclosure) Peggy Waterman
 - c. Community Engagement Committee Update-Director McGraw - (verbal)
 - Board Member Orientation and Training June 7th, 2025 (verbal) Director McGraw
 - Solterra-Connect Refresh Update (verbal) Directors Bissonnette and Plumhoff
 - d. Engineer Report – Director Larson (verbal)
 - Consider Appointment of Acceptance Process Group for Filings 17-21 (verbal) Director McGraw
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VI. QUESTIONS/FINAL COMMENTS - FOR AGENDA ITEMS ONLY - (Districts 1-3) – Each person will be limited to 3 minutes

VII. ADJOURNMENT:

THE NEXT REGULAR MEETING IS SCHEDULED FOR MONDAY, JULY 21, 2025

DRAFT

Ranges:	From:	To:	From:	To:
Check Number	First	Last	Check Date	3/1/2025
Vendor ID	First	Last	Checkbook ID	First
Vendor Name	First	Last		4/30/2025

Ratify

Sorted By: Check Date

* Voided Checks

Check Number	Vendor ID	Vendor Check Name	Check Date	Checkbook ID	Audit Trail Code	Amount
90893275	INTEGRITY FENCE	Integrity Fence Company LLC	3/3/2025	FIRSTBANK	PMCHK00000804	\$2,925.00
90893276	SDA	Special District Association	3/3/2025	FIRSTBANK	PMCHK00000808	\$2,439.95
90893277	IRELAND	Ireland Stapleton	3/3/2025	FIRSTBANK	PMCHK00000807	\$1,285.46
995857	SCHULTZ INDUSTR	Schultz Industries Inc.	3/3/2025	FIRSTBANK	PMCHK00000805	\$27,020.59
995858	IRELAND	Ireland Stapleton	3/3/2025	FIRSTBANK	PMCHK00000806	\$50,000.00
EFT000000000100	CONSOLIDATED	Consolidated Mutual Water	3/3/2025	FIRSTBANK	PMCHK00000809	\$34.70
EFT000000000101	BRICK MASTER	Brick Master Inc.	3/4/2025	FIRSTBANK	PMCHK00000810	\$6,491.74
92215508	AGS	Access Granted Systems, LLC	3/10/2025	FIRSTBANK	PMCHK00000813	\$995.00
92215509	FRONTIER	Frontier Fire Protection, LLC	3/10/2025	FIRSTBANK	PMCHK00000815	\$455.00
995863	SCHULTZ INDUSTR	Schultz Industries Inc.	3/10/2025	FIRSTBANK	PMCHK00000816	\$43,773.93
995864	CRS	CRS of Colorado	3/10/2025	FIRSTBANK	PMCHK00000814	\$26,218.15
995866	SCHULTZ INDUSTR	Schultz Industries Inc.	3/10/2025	FIRSTBANK	PMCHK00000817	\$50,000.00
995867	SCHULTZ INDUSTR	Schultz Industries Inc.	3/10/2025	FIRSTBANK	PMCHK00000818	\$40,000.00
995868	SCHULTZ INDUSTR	Schultz Industries Inc.	3/10/2025	FIRSTBANK	PMCHK00000819	\$20,585.56
EFT000000000102	ANGEL	Angel Touch Commercial Cleanin	3/10/2025	FIRSTBANK	PMCHK00000811	\$540.00
EFT000000000103	POOL MEDICS	Pool & Spa Medics	3/10/2025	FIRSTBANK	PMCHK00000812	\$54,977.50
92624064	VISION	Vision Graphics, INC	3/13/2025	FIRSTBANK	PMCHK00000822	\$2,590.00
92917781	L GLANZER	Lisa Glanzer	3/14/2025	FIRSTBANK	PMCHK00000826	\$448.74
92917782	LINDA JAGIELLO	Linda Jagiello	3/14/2025	FIRSTBANK	PMCHK00000827	\$45.00
92917783	PROGRESSIVE	Progressive Services	3/14/2025	FIRSTBANK	PMCHK00000828	\$1,391.80
995870	IRELAND	Ireland Stapleton	3/14/2025	FIRSTBANK	PMCHK00000824	\$36,054.73
EFT000000000104	COMCAST	Comcast	3/14/2025	FIRSTBANK	PMCHK00000820	\$171.14
EFT000000000106	CONSOLIDATED	Consolidated Mutual Water	3/14/2025	FIRSTBANK	PMCHK00000823	\$35.95
EFT000000000107	ANIMAL &	Animal & Pest Control Speciali	3/14/2025	FIRSTBANK	PMCHK00000825	\$135.00
EFT000000000108	LIFT	Lifttech	3/19/2025	FIRSTBANK	PMCHK00000829	\$4,640.54
EFT000000000109	BRICK MASTER	Brick Master Inc.	3/24/2025	FIRSTBANK	PMCHK00000830	\$5,247.18
EFT000000000110	HOT	Hot Water Now!	3/27/2025	FIRSTBANK	PMCHK00000836	\$5,545.40
EFT000000000105	WASTE MANAGEMEN	Waste Management	3/28/2025	FIRSTBANK	PMCHK00000821	\$371.21
95577346	RLI	RLI	3/31/2025	FIRSTBANK	PMCHK00000832	\$500.00
995875	SCHULTZ INDUSTR	Schultz Industries Inc.	3/31/2025	FIRSTBANK	PMCHK00000833	\$45,975.96
995877	PERFECT	Perfect Pools	3/31/2025	FIRSTBANK	PMCHK00000831	\$35,000.00
995878	SCHULTZ INDUSTR	Schultz Industries Inc.	3/31/2025	FIRSTBANK	PMCHK00000834	\$12,173.16
EFT000000000111	INTEGRITY FENCE	Integrity Fence Company LLC	4/1/2025	FIRSTBANK	PMCHK00000837	\$2,925.00
96589258	303 SIGN CO	303 Sign Company	4/4/2025	FIRSTBANK	PMCHK00000838	\$8,098.35
96589259	TABLE MOUNTAIN	Table Mountain Electric Inc	4/4/2025	FIRSTBANK	PMCHK00000839	\$581.44
96589260	HIGH5	High 5 Plumbing Inc	4/4/2025	FIRSTBANK	PMCHK00000841	\$7,218.03
995879	SCHULTZ INDUSTR	Schultz Industries Inc.	4/4/2025	FIRSTBANK	PMCHK00000835	\$44,272.29
995883	GREEN MTN	Green Mountain Water and Sanit	4/4/2025	FIRSTBANK	PMCHK00000842	\$50,000.00
995884	GREEN MTN	Green Mountain Water and Sanit	4/4/2025	FIRSTBANK	PMCHK00000843	\$50,000.00
995885	GREEN MTN	Green Mountain Water and Sanit	4/4/2025	FIRSTBANK	PMCHK00000844	\$30,315.11
EFT000000000112	BRICK MASTER	Brick Master Inc.	4/4/2025	FIRSTBANK	PMCHK00000840	\$11,738.92
EFT000000000115	ANIMAL &	Animal & Pest Control Speciali	4/16/2025	FIRSTBANK	PMCHK00000850	\$135.00
98289866	L GLANZER	Lisa Glanzer	4/17/2025	FIRSTBANK	PMCHK00000847	\$535.72
98289867	LINDA JAGIELLO	Linda Jagiello	4/17/2025	FIRSTBANK	PMCHK00000848	\$112.50
995886	SCHULTZ INDUSTR	Schultz Industries Inc.	4/17/2025	FIRSTBANK	PMCHK00000846	\$33,644.60
995889	CRS	CRS of Colorado	4/17/2025	FIRSTBANK	PMCHK00000849	\$41,861.71
EFT000000000113	COMCAST	Comcast	4/18/2025	FIRSTBANK	PMCHK00000845	\$171.26
EFT000000000114	WASTE MANAGEMEN	Waste Management	4/18/2025	FIRSTBANK	PMCHK00000845	\$369.56
99288019	SCHULTZ INDUSTR	Schultz Industries Inc.	4/22/2025	FIRSTBANK	PMCHK00000851	\$11,920.59
99288020	PERFECT	Perfect Pools	4/22/2025	FIRSTBANK	PMCHK00000852	\$25,000.00
99288021	IRELAND	Ireland Stapleton	4/22/2025	FIRSTBANK	PMCHK00000853	\$40,236.28
EFT000000000116	ANGEL	Angel Touch Commercial Cleanin	4/24/2025	FIRSTBANK	PMCHK00000854	\$333.00
EFT000000000117	HOT	Hot Water Now!	4/24/2025	FIRSTBANK	PMCHK00000855	\$5,720.40
1044978	SCHULTZ INDUSTR	Schultz Industries Inc.	4/29/2025	FIRSTBANK	PMCHK00000856	\$7,399.80

* Voided Checks

Check Number	Vendor ID	Vendor Check Name	Check Date	Checkbook ID	Audit Trail Code	Amount

Total Checks:	54				Total Amount of Checks:	----- \$850,657.95 =====

Autopayments:
03.10.25 Xcel \$1,499.60
03.19.25 Comcast \$171.14
03.24.25 Consolidated Mutual Water \$1,196.40
04.07.25 Xcel \$1,377.24
04.21.25 Comcast \$171.26
04.23.25 Consolidated Mutual Water \$1,318.50

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RECORD OF PROCEEDINGS

MINUTES OF THE COMBINED REGULAR MEETING OF THE BOARDS OF DIRECTORS OF THE

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 2 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3

Held: Monday, March 24, 2025, 6:30 p.m.

Attendance

The combined regular meeting of the Boards of Directors of the Fossil Ridge Metropolitan District Nos. 1-3 was called and held at 6:30 p.m., as shown, in accordance with Colorado law. The meeting was held in person at the community center, The Retreat 15250 W Evans Ave. Lakewood CO 80228 and virtually via ZOOM. Mr. Birkeness inquired whether any of the Board members had any potential conflicts of interest on matters coming before the board. There were no conflicts disclosed. The following Directors were in attendance:

District 1:

Tom Waterman – President
Dave McGraw – Vice President
David Wilson - Treasurer
Terry Larson – Secretary
Mike Walker - Asst. Secretary

District 2:

Terry Larson – President
Ted Michelsen - Vice President
Al Plumhoff – Treasurer
Gerry Reese - Secretary
Tom Waterman – Assistant Secretary

District 3:

David Wilson - President
Aaron Hochstein – Vice President
Mike McCleary – Treasurer
Alana Bissonnette – Secretary
Greg Taylor – Assistant Secretary

Consultants:

Mat Birkeness – District Manager – Community Resource Services
Phil Schneider – Community Manager – Community Resource Services
Dino Ross, Esp., Legal Counsel

Others identified in attendance:

Peggy Waterman
Leean McGraw
Laura Paviglianti

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April Tompkins
Pepper Trahan
Ed du Bray
Libby Vernon
Wendy Sharon

- Call to Order** Quorums of the Boards were present, and the Directors confirmed their qualifications to serve. Mr. Birkeness confirmed that the meeting has been properly noticed. The meeting was called to order at 6:31 p.m.
- Edit to Agenda** Mr. Birkeness modified the agenda to present a legal matter immediately with Mr. Ross present. Also, in Operations and Maintenance matters the Engagement Committee topics will be rearranged.
- District 1: Director McGraw moved to approve edit to the agenda as presented. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.
 - District 2: Director Michelsen moved to approve edit to the agenda as presented. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.
 - District 3: Director Wilson moved to approve edit to the agenda as presented. Upon second by Director Hochstein, a vote was taken, and the motion carried unanimously.
- Public Comment** None
- Legal Matter** Mr. Ross updated the boards on the bond process on the settlement with the developer (Solterra LLC). He noted the process is on schedule with a date of closing on April 10, 2025. He then answered questions by the boards.
- Consent Agenda** The Boards reviewed the consent agenda which included: Ratification/Approval of claims for the period ending in 2/28/2025, Approval of the January 13, 2025 Regular and Special Meetings minutes, Approval of the Special meeting minutes of January 20, 2025, February 13, 2025, March 10, 2025, CRS Combined Services Renewal Contract, and Retreat Credit Card Purchases ratification.
- District 1: Director McGraw moved to approve the consent agenda as presented. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.
 - District 2: Director Michelsen moved to approve the consent agenda as presented. Upon second by Director Plumhoff, a vote was taken, and the

RECORD OF PROCEEDINGS

motion carried unanimously.

- District 3: Director Walker moved to approve the consent agenda as presented. Upon second by Director Taylor, a vote was taken, and the motion carried unanimously.

Financial Matters 2025 FRMD Business Plan Update: Director Wilson briefed the boards on the 2025 business plan. The plan was approved and will be posted on the District's website.

2024 Business Plan Conclusion Approval: Director Wilson provided the conclusion of the 2024 plan. He then offered to answer any questions from the boards. The summary was accepted and will be posted to the District's website.

- District 1: Director Wilson moved to approve the plan as presented. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.
- District 2: Director Larson moved to approve the plan as presented. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.
- District 3: Director Taylor moved to approve the plan as presented. Upon second by Director Hochstein, a vote was taken, and the motion carried unanimously.

Consideration of new Finance Committee Member: Director Plumhoff briefed the boards on consideration for new member Wendy Sharon to the finance committee. He also formally requested the removal of finance committee member John Wendling from the committee.

- District 1: Director Wilson moved to approve the new member Wendy Sharon and remove John Wendling from the committee. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.
- District 2: Director Michelsen moved to approve the new member Wendy Sharon and remove John Wendling from the committee. Upon second by Director Plumhoff, a vote was taken, and the motion carried unanimously.
- District 3: Director McCleary moved to approve the new member Wendy Sharon and remove John Wendling from the committee. Upon second by Director Taylor, a vote was taken, and the motion carried unanimously.

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Maintenance and Operations Matters

Landscaping Update: Mr. Birkeness briefed the boards on the general maintenance matters beginning during the spring season.

Ratification of Landscape proposals: Mr. Birkeness discussed the proposals for work focused at Wesley and Indiana.

- District 1: Director Wilson moved to ratify for approval of the proposals presented. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.

Request for homeowner plantings on common areas/ FRMD native tracts

- District 1: Director Wilson moved to deny the request as this could create precedent. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

Retreat and Community Update: Mr. Schneider briefed the boards on the pool project and ongoing item within the community.

Consideration of Urinals Replacement in Retreat: Mr. Schneider noted the budget funding and recommendation for using H1 Five as a vendor. This would be a capital funded project.

- District 1: Director Wilson moved to approve the proposal as recommended by Mr. Schneider. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.

Consideration of Hot Water Heater at fitness building: Mr. Schneider presented to the boards proposals and recommended Hot Water Now for the service. A Not to Exceed of \$10,000 was discussed and this would be a capital funded project.

- District 1: Director Walker moved to approve the proposal by Hi Five with a NTE of \$10,000. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.

Consideration of permanent lighting at the Retreat: The Retreat and Pool Committee Chair Peggy Waterman presented a discussion topic for the boards to consider permanent (Jellyfish) decorative lighting at the facility. Mrs. Waterman presented possible use for holiday season, event rentals and community events. Extensive discussion occurred and the boards decided to circle back to the topic once more information is gathered and presented.

Common area sign policy: Director Waterman presented a draft policy to the boards for signage posted in the District common areas.

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- District 1: Director Larson moved to approve the policy as written. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

Engagement Committee Update: Director Reese updated the boards on the committee's current efforts.

Election Update: Mr. Birkeness updated the boards on the upcoming processes prior and during the election. He noted a community night to meet the candidates is being scheduled, a candidate bio page will be posted to the District website and a ballot box will be onsite for the May 6th election.

Adopting Robert's Rules as FRMD meeting structure: Mr. McGraw presented the format to improve the FRMD meetings and recommended the boards adopt this structure.

- District 1: Director McGraw moved to adopt Robert's Rules as the FRMD meeting structure. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.
- District 2: Director Plumhoff moved to adopt Robert's Rules as the FRMD meeting structure. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.
- District 3: Director McCleary moved to adopt Robert's Rules as the FRMD meeting structure. Upon second by Director Bissonnette, a vote was taken, and the motion carried unanimously.

Creation of meeting Chairperson and Vice Chairperson as May meeting: Director McGraw presented to the boards the recommendation for an elected meeting Chairperson and Vice Chairperson to operate the FRMD meetings in the future. During the May 2025 meeting this will be an agenda topic for the boards.

Board Member Orientation and Training June 7th 2025: Director Michelsen provided there will be a new board and incumbent board member training held on June 7th to assist the transition for new boards.

Solterra-Connect Refresh update: Directors Bissonnette and Plumhoff briefed the boards on a website review proposal to better understand the needs for a website update. The website review proposal total is \$3,000. Extensive discussion occurred with questions from the boards to Directors Plumhoff and Bissonnette.

- District 1: Director Wilson moved to approve the proposal as written. Upon second by Director McGraw, a vote was taken, and the motion carried

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unanimously.

Engineer Report: Director Larson presented the recent efforts of the committee and noted the concrete jacking at the pool patios has been completed.

Consideration and discussion regarding Signs Proposal : Director Walker noted the budget status and additional sign issues within the community. Total cost of line items equaled \$16,196.69 and would be a Capital Projects Funded item.

- District 1: Director Walker moved to approve the proposal of line items 1-8 that are deemed priority. Upon second by Director McGraw, a vote was taken, and the motion carried unanimously.

Discussion regarding community contact and responsibility matrix: Director McGraw noted the matrix was created by multiple parties involvement and a map to help illustrate contacts for residents. Director Waterman discussed a separate org chart he requested to be included in the posting.

Consideration of Ponds Water Quality Proposal: Director McGraw presented the annual proposal for the pond water and equipment maintenance service. This is a general funded item at a cost of \$18,000.

- District 1: Director McGraw moved to approve the proposal as written. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

May Meeting Reschedule: Mr. Birkeness noted a scheduling conflict the Retreat. He proposed moving the meeting to May 20, 2025. The boards agreed to reschedule the May meeting.

Legal Update: Director Waterman, noted much of Mr. Ross's presentation covered the latest for FRMD legal items.

Board Consolidation Process: Director Waterman presented a rough outline for this consolidation to occur. Extensive time and money would need to be allocated and election processes. This will be a topic for future boards considerations.

**Second Public
Comment**

None

Adjournment

There being no further business to come before the Boards, the meeting was

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adjourned at 9:00 p.m. as follows:

- District 1: Director Walker motioned to adjourn. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.
- District 2: Director Michelsen motioned to adjourn. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.
- District 3: Director Wilson motioned to adjourn. Upon second by Director Taylor, a vote was taken, and the motion carried unanimously.

Respectfully submitted,

Secretary of the Meeting

RECORD OF PROCEEDINGS

MINUTES OF THE COMBINED SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 2 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3

Held: Monday, April 21, 2025, 6:30 p.m.

Attendance

The combined regular meeting of the Boards of Directors of the Fossil Ridge Metropolitan District Nos. 1-3 was called and held at 6:30 p.m., as shown, in accordance with Colorado law. The meeting was held in person at the community center, The Retreat 15250 W Evans Ave. Lakewood CO 80228 and virtually via ZOOM. Mr. Birkeness inquired whether any of the Board members had any potential conflicts of interest on matters coming before the board. There were no conflicts disclosed. The following Directors were in attendance:

District 1:

Tom Waterman – President
Dave McGraw – Vice President
David Wilson - Treasurer
Terry Larson – Secretary
Mike Walker - Asst. Secretary

District 2:

Terry Larson – President
Ted Michelsen - Vice President
Al Plumhoff – Treasurer
Gerry Reese - Secretary
Tom Waterman – Assistant Secretary

District 3:

David Wilson - President
Aaron Hochstein – Vice President
Mike McCleary – Treasurer
Alana Bissonnette – Secretary
Greg Taylor – Assistant Secretary

Consultants:

Mat Birkeness – District Manager – Community Resource Services

Others identified in attendance:

Laura Paviglianiti
Leean McGraw
Jim Cantrell

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Call to Order

Quorums of the Boards were present, and the Directors confirmed their qualifications to serve. Mr. Birkeness confirmed that the meeting has been properly noticed. The meeting was called to order at 6:30 p.m.

Agenda

Bond Closing Briefing: Directors Reese, McCleary, McGraw, Larson and Wilson presented key items in the bond closing process. Key items presented were: 2025 Bond Issuance, Improvement Project Fund, Financial Impacts, Post Litigation Acceptance and Next Steps. The presenting Directors answered questions during their presentation from the board members and public in attendance.

A motion was made by Director McGraw for the board to adopt next steps in the bond closing process as follows: Improvement Project list to be approved, with agenda topic update scheduled for the regularly scheduled board meeting in August along with financial reviews for any change considerations.

District 1: Director McGraw motioned as stated. Upon second by Director Wilson, a vote was taken, and the motion carried unanimously.

District 2: Director Michelsen motioned to duplicate the District 1 motion as stated. Upon second by Director Reese, a vote was taken, and the motion carried unanimously.

District 3: Director Wilson motioned to duplicate the District 1 motion as stated.. Upon second by Director McCleary, a vote was taken, and the motion carried unanimously.

Adjournment

There being no further business to come before the Boards, the meeting was adjourned at 7:45 p.m. as follows:

- District 1: Director Walker motioned to adjourn. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.
- District 2: Director Michelsen motioned to adjourn. Upon second by Director Plumhoff, a vote was taken, and the motion carried unanimously.
- District 3: Director McCleary motioned to adjourn. Upon second by Director Bissonnette, a vote was taken, and the motion carried unanimously.

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Respectfully submitted,

Secretary of the Meeting

DRAFT

Date	Company	Dollar Amount	Reason for Using the Card
1/6/2025	Amazon	\$ 48.41	Replace signs that were damaged by the wind
1/8/2025	Amazon	\$ 54.03	Measurement wheel for Landscaping Committee
1/30/2025	Hot Water Now	\$ 262.00	Service for tankless hot water heater
2/14/2025	Amazon	\$ 333.50	Office Supplies
3/17/2025	Amazon	\$ 309.21	Office Supplies and Easter Supplies
3/17/2025	Oriental Trading	\$ 1,117.49	Easter Supplies
3/17/2025	King Soopers	\$ 110.18	Office Supplies
3/18/2025	Webstaurant Store	\$ 497.18	Total was \$534.47 but the taxes will be removed once they approve the exemption. Stanchions part of the s
3/19/2025	OCC Outdoors	\$ 1,256.38	Post for walkway
3/26/2025	Amazon	\$ 48.22	Lockboxes and sign
4/9/2025	Einstin Bagels	\$ 124.33	Coffee for Easter Event
4/9/2025	King Soopers	\$ 211.81	Drinks for the event
4/25/2025	Target	\$ 144.75	Replace the coffee maker in the office
5/1/2025	Amazon	\$ 660.13	Supplies for the retreat and fitness building



Fossil Ridge Metro Districts 1-3

03/31/25 Budget Variance Report Summary

OVERALL STATUS

District 1

Positive Ending General Fund Balance: \$2,010,962

- Net increase in General Fund of \$303,518 compared to budgeted amount of \$169,989.
- Increase in General Fund balance due, in part, to positive material variances in the following accounts:
 - Miscellaneous and Interest Income (\$12,589): Interest Rates
 - Legal (\$109,630): Litigation Legal expense under budget
- With the Brookfield settlement agreement, the reimbursement accounts created a negative variance totaling (\$31,250) (See detail below)

Positive Special Revenue Ending Fund Balance: \$68,395

- With the Brookfield settlement agreement, the Brookfield areas reimbursement accounts have a negative balance totaling (\$12,250) (See detail below)

Positive Capital Projects Ending Fund Balance: \$2,210,865. Various projects are in process.

- Received developer fees for twenty-two townhomes – revenue was not budgeted (\$150,150)

Districts 2 and 3

- D2 Positive Ending Fund Balance in General Fund of \$51,459 and a Zero Ending Fund Balance in Debt Service Fund.
- D3 Positive Ending Fund Balance in General Fund of \$205,345 and Debt Service Fund of \$4,034,840
- D3 general fund balance benefited from increased interest income due to interest rates

MATERIAL NEGATIVE VARIANCES (Negative Variance >10%, and budget item >\$20,000)

District 1, General Fund

- Sewer service operations: (-13,428): Timing
- The Brookfield settlement agreement created the following negative variances:
 - Landscaping Brookfield reimbursement (\$30,000)
 - Water Brookfield reimbursement (\$1,250)

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1
GENERAL FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

Account Names	2025 Adopted Budget	3/31/2025 Pro-Rata Budget	3/31/2025 Actual	Variance Over/(Under)	% Variance to YTD Pro-Rata Budget	F=Favorable U=Unfavorable	Negative Variance > 10% & > \$20,000 budget item	Reason for Variance / Notes	Follow Up Action	Follow Up Date
REVENUES										
Homeowner assessments	\$ 1,769,600	\$ 442,400	\$ 443,100	\$ 700	100%	F				
Sewer fees	466,200	116,550	121,359	4,809	104%	F				
Property taxes - delinquent accounts	4,879	2,000	2,026	26	101%	F				
Other income	145,000	36,500	48,494	11,994	133%	F				
Transfer from District No. 2	273,997	150,000	150,000	-	100%	F				
Transfer from District No. 3	476,000	150,000	150,000	-	100%	F				
Total revenues	<u>3,135,676</u>	<u>897,450</u>	<u>914,979</u>	<u>17,529</u>	<u>102%</u>	<u>F</u>				
EXPENDITURES										
General expenses										
Total general expenses	<u>1,013,750</u>	<u>315,512</u>	<u>192,648</u>	<u>(122,864)</u>	<u>61%</u>	<u>F</u>				
Grounds expenses										
Total ground expenses	<u>441,500</u>	<u>110,625</u>	<u>132,131</u>	<u>21,506</u>	<u>119%</u>	<u>U</u>				
Retreat expenses										
Total retreat expenses	<u>351,800</u>	<u>47,575</u>	<u>39,949</u>	<u>(7,626)</u>	<u>84%</u>	<u>F</u>				
Sewer operations										
Total sewer operations	<u>466,200</u>	<u>116,550</u>	<u>129,978</u>	<u>13,428</u>	<u>112%</u>	<u>U</u>				
Utilities										
Total utilities	<u>197,700</u>	<u>10,700</u>	<u>8,806</u>	<u>(1,894)</u>	<u>82%</u>	<u>F</u>				
Total expenditures	<u>2,470,950</u>	<u>600,962</u>	<u>503,512</u>	<u>(97,450)</u>	<u>84%</u>	<u>F</u>				
EXCESS OF REVENUES OVER EXPENDITURES	<u>664,726</u>	<u>296,488</u>	<u>411,467</u>	<u>114,979</u>	<u>139%</u>	<u>F</u>				
OTHER FINANCING USES										
Transfer to Reserve Study Fund	(431,795)	(107,949)	(107,949)	-	100%	F				
Emergency reserve (3%)	(74,200)	(18,550)	-	18,550	0%	F				
Other Financing Uses	<u>(505,995)</u>	<u>(126,499)</u>	<u>(107,949)</u>	<u>18,550</u>	<u>85%</u>	<u>F</u>				
NET CHANGE IN FUND BALANCE	<u>\$ 158,731</u>	<u>\$ 169,989</u>	<u>303,518</u>	<u>\$ 133,529</u>						
BEGINNING FUND BALANCE			<u>1,707,444</u>							
ENDING FUND BALANCE			<u>\$ 2,010,962</u>							

** All Brookfield Residential/Solterra, LLC receivables and reimbursements were fully satisfied and resolved by the January 22, 2025 settlement agreement between the Districts and Brookfield Residential/Solterra, LLC

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1
GENERAL FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

Account Names	2025 Adopted Budget	3/31/2025 Pro-Rata Budget	3/31/2025 Actual	Variance Over/(Under)	% Variance Budget	F=Favorable U=Unfavorable	Negative Variance > 10% & > \$20,000 budget item	Reason for Variance / Notes	Follow Up Action	Follow Up Date
REVENUES										
Homeowner assessments	\$ 1,769,600	\$ 442,400	\$ 443,100	\$ 700	100%	F				
Sewer service fees - homeowner	340,200	85,050	91,094	6,044	107%	F				
Sewer operations fees - homeowner	126,000	31,500	30,265	(1,235)	96%	U				
Sewer fees	466,200	116,550	121,359	4,809	104%	F				
Property taxes - delinquent accounts	4,879	2,000	2,026	26	101%	F				
Amenity user fees	60,000	15,000	14,040	(960)	94%	U				
Late fees	5,000	1,500	1,865	365	124%	F				
Miscellaneous income and interest	80,000	20,000	32,589	12,589	163%	F				
Transfer from District No. 2	273,997	150,000	150,000	-	100%	F				
Transfer from District No. 3	476,000	150,000	150,000	-	100%	F				
Total revenues	3,135,676	897,450	914,979	17,529	102%	F				
EXPENDITURES										
General expenses										
Accounting (CRS)	100,000	25,000	16,554	(8,446)	66%	F				
Audit preparation (CRS)	28,000	8,000	5,603	(2,397)	70%	F				
Audit (Haynie)	10,300	-	-	-	0%	F				
Audit	38,300	8,000	5,603	(2,397)	70%	F				
District management and special services (CRS)	50,000	12,500	10,741	(1,759)	86%	F				
Community management	82,800	20,700	20,700	-	100%	F				
District office administration	13,000	3,250	2,659	(591)	82%	F				
Election	15,000	8,000	7,104	(896)	89%	F				
Legal - general	25,000	12,000	16,139	4,139	134%	U		Over on general legal but under on litigation legal		
Legal - litigation	600,000	150,000	40,370	(109,630)	27%	F				
Legal	625,000	162,000	56,509	(105,491)	35%	F				
County treasurer fees	150	62	20	(42)	32%	F				
Dues and conference	1,500	1,500	1,237	(263)	82%	F				
Insurance	70,000	70,000	69,736	(264)	100%	F				
Website	8,000	2,000	1,785	(215)	89%	F				
Miscellaneous	10,000	2,500	-	(2,500)	0%	F				
Total general expenses	1,013,750	315,512	192,648	(122,864)	61%	F				
Grounds expenses										
Snow removal	60,000	30,000	29,274	(726)	98%	F				
Snow removal - Brookfield	-	-	17,673	17,673	-	U		Brookfield agreement resolved reimbursements		
Pest control	3,000	750	405	(345)	54%	F				
Landscape and landscape contract	192,000	60,000	53,176	(6,824)	89%	F				
Landscaping Brookfield	200,000	30,000	24,753	(5,247)	83%	F				
Landscaping Brookfield - reimbursement **	(200,000)	(30,000)	-	30,000	0%	U		Brookfield agreement resolved reimbursements		
Irrigation Repairs	55,000	5,000	-	(5,000)	0%	F				
Tree, shrub and turf maintenance	100,000	10,000	5,241	(4,759)	52%	F				
Flowers	10,000	-	-	-	0%	F				
Backflow testing	2,000	-	-	-	0%	F				
Lighting and electrical repairs	3,000	750	-	(750)	0%	F				
Playground maintenance	2,500	625	250	(375)	40%	F				
Signs	1,500	375	48	(327)	13%	F				
Common area repairs	10,000	2,500	1,311	(1,189)	52%	F				
Fence repairs	2,500	625	-	(625)	0%	F				
Total ground expenses	441,500	110,625	132,131	21,506	119%	U				
Retreat expenses										
Trash removal	5,000	1,250	1,758	508	141%	U				
Telephone	6,000	1,500	1,237	(263)	82%	F				
Security patrol and monitoring	3,000	750	455	(295)	61%	F				
Retreat and pool management (\$6,380 per mo)	82,800	20,700	20,700	-	100%	F				
Retreat maintenance	26,000	5,000	3,504	(1,496)	70%	F				
Retreat supplies	4,500	1,125	1,175	50	104%	U				
Retreat - staff - office	25,000	5,000	4,528	(472)	91%	F				
Retreat - staff - events	30,000	3,000	1,812	(1,188)	60%	F				
Retreat - fitness instructor	5,000	1,250	1,290	40	103%	U				
Retreat - furniture	3,000	3,000	-	(3,000)	0%	F				
Pool contract	105,000	-	-	-	0%	F				
Pool maintenance	5,000	-	-	-	0%	F				
Pool software	2,000	1,000	995	(5)	100%	F				
Pool chemicals and supplies	10,000	-	-	-	0%	F				
Pool furniture	2,500	-	-	-	0%	F				
Janitorial	3,000	500	135	(365)	27%	F				
Janitorial - event cleaning	15,000	1,500	810	(690)	54%	F				
Seasonal decorations	5,000	-	13	13	-	U				
Social events	14,000	2,000	1,537	(463)	77%	F				
Total retreat expenses	351,800	47,575	39,949	(7,626)	84%	F				
Sewer operations										

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1
GENERAL FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

Account Names	2025 Adopted Budget	3/31/2025 Pro-Rata Budget	3/31/2025 Actual	Variance Over/(Under)	% Variance Budget	F=Favorable U=Unfavorable	Negative Variance > 10% & > \$20,000 budget item	Reason for Variance / Notes	Follow Up Action	Follow Up Date
Sewer service fees - homeowner	340,200	85,050	96,112	11,062	113%	U				
Sewer operations fees - homeowner	126,000	31,500	33,866	2,366	108%	U				
Total sewer operations	466,200	116,550	129,978	13,428	112%	U				
Utilities										
Water	160,000	2,500	2,357	(143)	94%	F				
Water - Brookfield	5,000	1,250	71	(1,179)	6%	F				
Water - Brookfield - reimbursement **	(5,000)	(1,250)	-	1,250	0%	U				
Sewer fees - Retreat	6,000	1,500	337	(1,163)	22%	F				
Sewer fees - City of Lakewood	1,700	1,700	1,693	(7)	100%	F				
Gas and electric	30,000	5,000	4,348	(652)	87%	F				
Total utilities	197,700	10,700	8,806	(1,894)	82%	F				
Total expenditures	2,470,950	600,962	503,512	(97,450)	84%	F				
EXCESS OF REVENUES OVER EXPENDITURES	664,726	296,488	411,467	114,979	139%	F				
OTHER FINANCING USES										
Transfer to Capital Fund	(431,795)	(107,949)	(107,949)	-	100%	F				
Emergency reserve (3%)	(74,200)	(18,550)	-	18,550	0%	F				
Other Financing Uses	(505,995)	(126,499)	(107,949)	18,550	85%	F				
NET CHANGE IN FUND BALANCE	\$ 158,731	\$ 169,989	303,518	\$ 133,529						
BEGINNING FUND BALANCE			1,707,444							
ENDING FUND BALANCE			\$ 2,010,962							

** All Brookfield Residential/Solterra, LLC receivables and reimbursements were fully satisfied and resolved by the January 22, 2025 settlement agreement between the Districts and Brookfield Residential/Solterra, LLC

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1
SPECIAL REVENUE FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

	2025 Adopted Budget	3/31/2025 Pro-Rata Budget	3/31/2025 Actual	Variance Over/(Under)	% Variance to Budget	F=Favorable U=Unfavorable	Negative Variance > 10% & > \$20,000 budget item	Reason for Variance / Notes	Follow Up Action	Follow Up Date
REVENUES										
Private access area no. 1 (14)	\$ 15,600	\$ 3,900	\$ 3,900	\$ -	100%	F				
Private access area no. 2 (Brookfield share)	3,000	750	-	(750)	0%	U		Brookfield agreement resolved reimbursements		
Townhome Area No. 3 - 15 (43)	14,620	3,655	3,655	-	100%	F				
Townhome Area No. 3 - 16N (29)	20,300	5,075	5,075	-	100%	F				
Townhome Area No. 3 - 16S Fee (42)	29,400	7,350	7,350	-	100%	F				
Private access area no. 3 - 15 (Brookfield share)	16,000	4,000	-	(4,000)	0%	U		Brookfield agreement resolved reimbursements		
Private access area no. 3 - 16N (Brookfield share)	14,000	3,500	-	(3,500)	0%	U		Brookfield agreement resolved reimbursements		
Private access area no. 3 - 16S (Brookfield share)	16,000	4,000	-	(4,000)	0%	U		Brookfield agreement resolved reimbursements		
Total revenues	128,920	32,230	19,980	(12,250)	62%	U				
EXPENDITURES										
Private Access Area No. 1 (13)	15,000	3,500	918	(2,582)	26%	F				
Private access area no. 2 (Brookfield share) **	3,000	1,200	1,110	(90)	93%	F				
Townhome Area No. 3 - 15 (43)	14,000	4,200	4,154	(46)	99%	F				
Townhome Area No. 3 - 16N (29)	18,000	4,500	3,587	(913)	80%	F				
Townhome Area No. 3 - 16S Fee (42)	25,000	7,200	5,807	(1,393)	81%	F				
Private access area no. 3 - 15 (Brookfield share) **	16,000	8,000	8,176	176	102%	U				
Private access area no. 3 - 16N (Brookfield share) **	14,000	4,000	3,051	(949)	76%	F				
Private access area no. 3 - 16S (Brookfield share) **	16,000	6,000	4,977	(1,023)	83%	F				
Total expenditures	121,000	38,600	31,780	(6,820)	82%	F				
NET CHANGE IN FUND BALANCE	\$ 7,920	\$ (6,370)	\$ (11,800)	\$ (5,430)						
BEGINNING FUND BALANCE			80,195							
ENDING FUND BALANCE			\$ 68,395							

**** All Brookfield Residential/Solterra, LLC receivables and reimbursements were fully satisfied and resolved by the January 22, 2025 settlement agreement between the Districts and Brookfield Residential/Solterra, LLC**

	Balance 12/31/2024	Revenue YTD 2025	Expenses YTD 2025	Balance 3/31/2025
Private Access Area no. 1	\$ 17,930	\$ 3,900	\$ 918	\$ 20,912
Private Access Area no. 2	50,308	-	-	50,308
Private access area no. 2 (Brookfield share)	(4,285)	-	1,110	(5,395)
Townhome Area No. 3 - 15 (43)	16,281	3,655	4,154	15,782
Townhome Area No. 3 - 16N (29)	33,700	5,075	3,587	35,188
Townhome Area No. 3 - 16S Fee (42)	59,617	7,350	5,807	61,160
Private access area no. 3 - 15 (Brookfield share)	(58,842)	-	8,176	(67,018)
Private access area no. 3 - 16N (Brookfield share)	(14,048)	-	3,051	(17,099)
Private access area no. 3 - 16S (Brookfield share)	(20,466)	-	4,977	(25,443)
	\$ 80,195	\$ 19,980	\$ 31,780	\$ 68,395

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1
CAPITAL PROJECT FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

	2024 Adopted Budget	3/31/2025 Pro-Rata Budget	3/31/2025 Actual	Variance Over/(Under)	% Variance to Budget	F=Favorable U=Unfavorable	Negative Variance > 10% & > \$20,000 budget item	Reason for Variance / Notes	Follow Up Action	Follow Up Date
Revenues										
Development fees - townhomes	\$ -	\$ -	\$ 150,150	\$ 150,150	-	F		22 Townhome permits issued in Q1		
Storm drainage fees - townhomes	-	-	16,500	16,500	-	F		22 Townhome permits issued in Q1		
Admin set up fees	-	-	5,742	5,742	-	F		22 Townhome permits issued in Q1		
Interest	40,000	10,000	9,834	(166)	98%	U				
Miscellaneous	-	-	2,605	2,605	-	F				
Total revenues	40,000	10,000	184,831	174,831	1848%	F				
Reserve study expenditures										
Pool										
Pool - concrete lifting	20,000	10,000	4,641	(5,359)	46%	F				
Pool pumps & equipment	15,000	-	-	-	0%	F				
Pool capital repairs	120,000	60,000	54,977	(5,023)	92%	F				
	155,000	70,000	59,618	(10,382)	85%	F				
Retreat										
Roof repairs	10,000	-	-	-	0%	F				
HVAC/Water heater replacement	15,000	11,250	11,265	15	100%	U				
Bathroom upgrade	8,500	8,750	7,218	(1,532)	82%	F				
	33,500	20,000	18,483	(1,517)	92%	F				
Common area										
Irrigation controllers/computer	114,000	110,000	111,061	1,061	101%	U				
Wall repairs	25,000	20,000	23,478	3,478	117%	U		Wall repair more than expected but when netted against reim it is only over \$1		
Stamped concrete solutions	15,000	3,750	-	(3,750)	0%	F				
Signs	20,000	10,000	8,098	(1,902)	81%	F				
Hardscape repairs	25,000	22,000	-	(22,000)	0%	F				
Other common area repairs	25,000	6,250	5,850	(400)	94%	F				
Tributary repairs - Brookfield	25,000	6,250	-	(6,250)	0%	F				
Tributary repairs - Brookfield reimbursement	(25,000)	(6,250)	-	6,250	0%	U		Brookfield agreement resolved reimbursements		
	224,000	172,000	148,487	(23,513)	86%	F				
Subtotal - Reserve study expenditures	412,500	262,000	226,588	(35,412)	86%	F				
Capital expenditures										
Trees and shrubs	100,000	75,000	92,894	17,894	124%	U		Spent more in Q1 should correct itself in Q2		
F13-15, Trib Trees and shrubs - Brookfield	175,000	50,000	-	(50,000)	0%	F				
F13-15, Trib Trees and shrubs - Brookfield reimbursement	(175,000)	(50,000)	-	50,000	0%	U		Brookfield agreement resolved reimbursements		
District engineer	50,000	12,500	-	(12,500)	0%	F				
Capital expenditures	25,000	6,250	-	(6,250)	0%	F				
Subtotal - Capital expenditures	175,000	93,750	92,894	(856)	99%	F				
Total expenditures	587,500	355,750	319,482	(36,268)	90%	F				
EXCESS OF EXPENDITURES (OVER) UNDER REVENUES	(547,500)	(345,750)	(134,651)	211,099	39%	F				
OTHER FINANCING SOURCES										
Transfer From General Fund	431,795	107,948	107,948	-	100%	F				
Total transfers and reserves	431,795	107,948	107,948	-	100%	F				
NET CHANGE IN FUND BALANCE	\$ (115,705)	\$ (237,802)	\$ (26,703)	\$ 211,099						
BEGINNING FUND BALANCE			2,237,568							
ENDING FUND BALANCE			\$ 2,210,865							

** All Brookfield Residential/Solterra, LLC receivables and reimbursements were fully satisfied and resolved

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 2
GENERAL FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025

Unaudited

							Negative Variance >10% & > \$20,000	Reason for Variance / Notes	Follow Up Action	Follow Up Date
	2025 Annual Budget	3/31/2025 Pro-rata Budget	3/31/2025 Actual	Variance Over (Under)	% Variance to Budget	F=Favorable U=Unfavorable				
REVENUES										
Property taxes	\$ 247,281 ✓	\$ 121,300	121,326	26	100%	F				
Specific ownership taxes	12,400 ✓	4,400	4,401	1	100%	F				
Conservation trust funds	10,000 ✓	2,850	2,213	(637)	78%	U				
Interest	17,000 ✓	3,000	2,411	(589)	80%	U				
Total revenues	<u>286,681</u>	<u>131,550</u>	<u>130,351</u>	<u>(1,199)</u>	<u>99%</u>	<u>U</u>				
EXPENDITURES										
Audit	6,650 ✓	-	-	-	0%	F				
Election	15,000 ✓	8,000	7,102	(898)	89%	F				
Insurance	3,200 ✓	3,200	3,454	254	108%	U				
Dues and memberships	1,000 ✓	1,000	541	(459)	54%	F				
Transfer to District No. 1	273,997 ✓	150,000	150,000	-	100%	F				
Treasurer fees	3,709 ✓	1,820	1,820	-	100%	F				
Miscellaneous	100 ✓	100	-	(100)	0%	F				
Emergency reserve	9,100	2,275	-	(2,275)	0%	F				
Total expenditures	<u>312,756</u>	<u>166,395</u>	<u>162,917</u>	<u>(3,478)</u>	<u>98%</u>	<u>F</u>				
NET CHANGE IN FUND BALANCE	<u>\$ (26,075)</u>	<u>\$ (34,845)</u>	<u>(32,566)</u>	<u>\$ 2,279</u>						
BEGINNING FUND BALANCE			<u>84,025</u>							
ENDING FUND BALANCE			<u><u>\$ 51,459</u></u>							

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 2
DEBT SERVICE FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

	2025 Annual Budget	3/31/2025 Pro-rata Budget	3/31/2025 Actual	Variance Over (Under)	% Variance to Budget	F=Favorable U=Unfavorable	Neg Variance >10% & > \$20,000	Reason for Variance / Notes	Follow Up Action	Follow Up Date
REVENUES										
Property taxes	\$ 909,869 ✓	\$ 445,869	446,419	550	100%	F				
Specific ownership taxes	45,500 ✓	16,100	16,148	48	100%	F				
Total revenues	<u>955,369</u>	<u>461,969</u>	<u>462,567</u>	<u>598</u>	<u>100%</u>	<u>F</u>				
EXPENDITURES										
Treasurer fees	13,648 ✓	6,600	6,697	97	101%	U				
Transfer to District No. 3 - debt	941,721 ✓	455,870	455,870	-	100%	F				
Total expenditures	<u>955,369</u>	<u>462,470</u>	<u>462,567</u>	<u>97</u>	<u>100%</u>	<u>U</u>				
NET CHANGE IN FUND BALANCE	<u>\$ -</u>	<u>\$ (501)</u>	<u>-</u>	<u>\$ 501</u>						
BEGINNING FUND BALANCE			<u>-</u>							
ENDING FUND BALANCE			<u>\$ -</u>							

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3
GENERAL FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

	2025 Annual Budget	3/31/2025 Pro-rata Budget	3/31/2025 Pro-rata Actual	Variance Over (Under)	% Variance to Budget	F=Favorable U=Unfavorable	Neg Variance >10% & > \$20,000	Reason for Variance / Notes	Follow Up Action	Follow Up Date
REVENUES										
Property taxes	\$ 420,015 ✓	\$ 190,000	\$ 205,178	\$ 15,178	108%	F				
Specific ownership taxes	21,000 ✓	5,500	6,443	943	117%	F				
Conservation trust funds	15,000 ✓	3,750	3,312	(438)	88%	U				
Interest	25,000 ✓	8,000	24,972	16,972	312%	F				
Total revenues	<u>481,015</u>	<u>207,250</u>	<u>239,905</u>	<u>32,655</u>	<u>116%</u>	<u>F</u>				
EXPENDITURES										
Treasurer fees	6,300 ✓	2,550	3,076	526	121%	U				
Transfer to District No. 1	476,000 ✓	150,000	150,000	-	100%	F				
Audit	6,650 ✓	-	-	-	0%	F				
Dues and memberships	1,900 ✓	1,900	661	(1,239)	35%	F				
Insurance	5,100 ✓	5,100	3,955	(1,145)	78%	F				
Election	15,000 ✓	8,000	7,102	(898)	89%	F				
Emergency reserve	15,300	3,825	-	(3,825)	0%	F				
Total expenditures	<u>526,250</u>	<u>171,375</u>	<u>164,794</u>	<u>(6,581)</u>	<u>0%</u>	<u>F</u>				
NET CHANGE IN FUND BALANCE	<u>\$ (45,235)</u>	<u>\$ 35,875</u>	75,111	<u>\$ 39,236</u>						
BEGINNING FUND BALANCE			130,234							
ENDING FUND BALANCE			<u>\$ 205,345</u>							

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3
DEBT SERVICE FUND
BUDGET VARIANCE REPORT - MODIFIED ACCRUAL BASIS
For the Three Months Ended March 31, 2025
Unaudited

	2025 Annual Budget	3/31/2025 Pro-rata Budget	3/31/2025 Actual	Variance Over (Under)	% Variance to Budget	F=Favorable U=Unfavorable	Neg Variance >10% & > \$20,000	Reason for Variance / Notes	Follow Up Action	Follow Up Date
REVENUES										
Property taxes	\$ 1,545,440 ✓	\$ 649,500	\$ 754,950	\$ 105,450	116%	F				
Specific ownership taxes	92,700 ✓	24,000	28,459	4,459	119%	F				
Transfer from District No. 2	941,721 ✓	395,000	455,870	60,870	115%	F				
Interest	50,000	8,100	10,189	2,089	126%	F				
Total revenues	<u>2,629,861</u>	<u>1,076,600</u>	<u>1,249,468</u>	<u>172,868</u>	<u>116%</u>	<u>F</u>				
EXPENDITURES										
Bond principal - 2020 series	710,000 ✓	-	-	-	-	F				
Bond interest - 2020 series	1,007,856 ✓	-	-	-	-	F				
Treasurer fees	23,182 ✓	10,000	11,326	1,326	113%	U				
Legal - bond issuance	-	-	77,695	77,695	-	U		Bond issuance cost not budgeted		
Paying agent fee	7,000	5,000	3,696	(1,304)	74%	F				
Total expenditures	<u>1,748,038</u>	<u>15,000</u>	<u>92,717</u>	<u>77,717</u>	<u>618%</u>	<u>U</u>				
NET CHANGE IN FUND BALANCE	<u>\$ 881,823</u>	<u>\$ 1,061,600</u>	1,156,751	<u>\$ 95,151</u>						
BEGINNING FUND BALANCE			2,878,089							
ENDING FUND BALANCE			<u>\$ 4,034,840</u>							

EXHIBIT A

**FOSSIL RIDGE METROPOLITAN DISTRICTS NOS. 1-3
SCHEDULE OF FEES EFFECTIVE AS OF 1 JULY 2025 approved by the Board of
Directors of Districts Nos. 1-3 at their respective public meetings held on
20 MAY 25**

Adopted as allowed by the following Resolution:
Fifth Amended and Restated Joint Resolution of the Board of Directors of the Fossil
Ridge Metropolitan Districts Nos. 1 – 3 Concerning the Imposition of Districts' Fees
(24 May 2021)

FEE TYPE	CLASSIFICATIONS	RATE
Development Fee	Detached Single Family	\$9,150
	Town Home, Condominium or other attached “for sale” residential unit	\$6,825
	Rental unit within an apartment building	\$3,350
Storm Drainage Development Fee	Detached Single Family	\$1,000
	Town Home, Condominium or other attached “for sale” residential unit	\$750
	Rental unit within an apartment building	\$500
Administrative Set-Up Fee	All Classifications	\$261
Public Facilities/Service Fees	All Classifications	\$1400 per year (to be billed quarterly,
Private Access Area Fee No. 1 ¹	Detached Single Family	\$300 per quarter per Unit for Scope of Services
Private Access Area Fee No. 2 ²	Detached Single Family and Detached Single Family with shared drive	\$0 per quarter per Unit for Scope of Services The reserve balance in this area exceeds 2 years of snow removal costs.

Private Access Area Fee No. 3 – F15 ³	Town Home	\$60 per quarter per Unit for Scope of Services Snow removal fees were previously billed to Brookfield and due to the litigation settlement are now the responsibility of the homeowner.
Town Home Fee No. 3-15 ⁴	Town Home	\$85 per quarter per Unit for fees associated with Cardel/FRMD agreement
Private Access Area Fee No. 3 – F16N ⁵	Town Home	\$25 per quarter per Unit for Scope of Services Snow removal fees were previously billed to Brookfield and due to the litigation settlement are now the responsibility of the homeowner.
Town Home Fee No. 3-16N ⁶	Town Home	\$175 per quarter per Unit for fees associated with Cardel/FRMD agreement
Private Access Area Fee No. 3 – F16S ⁷	Town Home	\$30 per quarter per Unit for Scope of Services Snow removal fees were previously billed to Brookfield and due to the litigation settlement are now the responsibility of the homeowner.
Town Home Fee No. 3-16S ⁸	Town Home	\$175 per quarter per Unit for fees associated with Cardel/FRMD agreement

1 - Private Access Area Fee No. 1 – Applies to the following lots in Solterra:

Lots 1-6, Block 1, Filing No. 1; and
Lots 51-57, Block 1, Filing No. 2

Fee based on a Scope of Services that includes:

- Snow removal from the private street when snowfall average depth is greater than 8-inches, per storm, not accumulations, and

- The average has been determined for each private street or alley using the identified locations outlined in Exhibit C, which may be changed from time to time. The measurements will be made in areas at or near the identified areas that are undisturbed natural snowfall. Areas with piled or dropped snow from roofs or overhangs will be avoided, and
- Snow removal begins within 72-hours after snowfall ends, and
- Snow removal consists of a single pass in each direction with the snow blade set between 4 and 6-inches, were practical, above road surface, and
- Depending on snowfall quantities, remaining snow may be greater than 6-inches, or may require heavier equipment to plow, load, and haul away, which will incur greater costs, and
- gate maintenance/inspection four times per calendar year, and
- reserve for future gate repair and replacement.

Note: Third-party, non-FRMD snow removal service companies, private contractors, or individuals may not be hired, bartered with, or provide donated snow removal services on the private streets and alleys. FRMD policy requires service providers of street snow removal to be contracted by the Districts and that includes minimum insurance limits and indemnification clauses.

2 - Private Access Area Fee No. 2 – Applies to the following lots in Solterra:

Lots 7-10, Block 1, Filing No.14	Lots 22-41, Block 4, Filing No. 14
Lots 10-11, Block 3, Filing No. 14	Lots 1-23, Block 1, Filing No. 16
Lots 24-44, Block 3, Filing No. 14	Lots 1-16,25-45, Block 4, Filing No. 16

Fees based on a Scope of Services that includes:

- Snow removal from the private streets and private alleys when snowfall average depth is greater than 8-inches, per storm, not accumulations, and
- The average has been determined for each private street or alley using the identified locations outlined in Exhibit C, which may be changed from time to time. The measurements will be made in areas at or near the identified areas that are undisturbed natural snowfall. Areas with piled or dropped snow from roofs or overhangs will be avoided, and
- Snow removal begins within 72-hours after snowfall ends, and
- Snow removal consists of a single pass in each direction with the snow blade set between 4 and 6-inches, where practical, above road surface, and
- Depending on snowfall quantities, remaining snow may be greater than 6-inches, or may require heavier equipment to plow, load, and haul away, which will incur greater costs.

Note: Third-party, non-FRMD snow removal service companies, private contractors, or individuals may not be hired, bartered with, or provide donated snow removal services on the private streets and alleys. FRMD policy requires service providers of street snow removal to be contracted by the Districts and that includes minimum insurance limits and indemnification clauses.

3 - Private Access Area Fee No. 3-15 – Applies to the following lots in Solterra:

Lots 1-43, Block 1, Filing No. 15;

Fees based on a Scope of Services that includes:

- Snow removal from the private alleys when snowfall average depth is greater than 8-inches, per storm, not accumulations, and
- The average has been determined for each private street or alley using the identified locations outlined in Exhibit C, which may be changed from time to time. The measurements will be made in areas at or near the identified areas that are undisturbed natural snowfall. Areas with piled or dropped snow from roofs or overhangs will be avoided, and
- Snow removal begins within 72-hours after snowfall ends, and
- Snow removal consists of a single pass in each direction with the snow blade set between 4 and 6-inches, where practical, above road surface, and
- Depending on snowfall quantities, remaining snow may be greater than 6-inches, or may require heavier equipment to plow, load, and haul away, which will incur greater costs.

Note: Third-party, non-FRMD snow removal service companies, private contractors, or individuals may not be hired, bartered with, or provide donated snow removal services on the private streets and alleys. FRMD policy requires service providers of street snow removal to be contracted by the Districts and that includes minimum insurance limits and indemnification clauses.

4 –Town Home Fee No. 3-15 – Applies to the following lots in Solterra:
Lots 1-43, Block 1, Filing No. 15;

Fee based on a Scope of Services that includes:

- Snow removal from the sidewalk within homeowner plot that extends from the concrete walk-up to the beginning of the flight of steps leading to the front door of each Town Home 2-inch/4-inch (2/4 standard),
- Landscape maintenance within the homeowner plot.
- Reserve for repair / replacement of sidewalk within the homeowner plot.

Note: Snow removal will not be provided on stairs or porches.

5 - Private Access Area Fee No. 3-16N – Applies to the following lots in Solterra:
Lots 1-29, Block 6, Filing No. 16

Fees based on a Scope of Services that includes:

- Snow removal from the private alleys when snowfall average depth is greater than 8-inches, per storm, not accumulations, and
- The average has been determined for each private street or alley using the identified locations outlined in Exhibit C, which may be changed from time to time. The measurements will be made in areas at or near the identified areas that are undisturbed natural snowfall. Areas with piled or dropped snow from roofs or overhangs will be avoided, and
- Snow removal begins within 72-hours after snowfall ends, and
- Snow removal consists of a single pass in each direction with the snow blade set between 4 and 6-inches, where practical, above road surface, and
- Depending on snowfall quantities, remaining snow may be greater than 6-inches, or may require heavier equipment to plow, load, and haul away, which will incur greater costs.

Note: Third-party, non-FRMD snow removal service companies, private contractors, or individuals may not be hired, bartered with, or provide donated snow removal services on the private streets and alleys. FRMD policy requires service providers of street snow removal to be contracted by the Districts and that includes minimum insurance limits and indemnification clauses.

6 –Townhome Fee No. 3-16N – Applies to the following lots in Solterra:
Lots 1-29, Block 6, Filing No. 16

Fee based on a Scope of Services that

- Snow removal from garage apron within the homeowner lot and the sidewalk within homeowner plot that extends from the concrete walk-up to the beginning of the flight of steps leading to the front door of each Town Home at a 2-inch/4-inch (2/4 standard),
- Landscape maintenance and planter box maintenance within the homeowner plot, and
- Reserve for repair / replacement of sidewalk within the homeowner plot and garage apron within the homeowner plot.

Note: Snow removal will not be provided on stairs or porches.

7 - Private Access Fee No. 3-16S – Applies to the following lots in Solterra:
Lots 1-42, Block 3, Filing No. 16

Fees based on a Scope of Services that includes:

- Snow removal from the private alleys when snowfall average depth is greater than 8-inches, per storm, not accumulations, and
- The average has been determined for each private street or alley using the identified locations outlined in Exhibit C, which may be changed from time to time. The measurements will be made in areas at or near the identified areas that are undisturbed natural snowfall. Areas with piled or dropped snow from roofs or overhangs will be avoided, and
- Snow removal begins within 72-hours after snowfall ends, and
- Snow removal consists of a single pass in each direction with the snow blade set between 4 and 6-inches, where practical, above road surface, and
- Depending on snowfall quantities, remaining snow may be greater than 6-inches, or may require heavier equipment to plow, load, and haul away, which will incur greater costs.

Note: Third-party, non-FRMD snow removal service companies, private contractors, or individuals may not be hired, bartered with, or provide donated snow removal services on the private streets and alleys. FRMD policy requires service providers of street snow removal to be contracted by the Districts and that includes minimum insurance limits and indemnification clauses.

8 –Townhome Service Fee No. 3-16S – Applies to the following lots in Solterra:
Lots 1-42, Block 3, Filing No. 16

Fee based on a Scope of Services that includes:

- Snow removal from the garage apron within the homeowner lot and the sidewalk within homeowner plot that extends from the concrete walk-up to the beginning of the flight of steps leading to the front door of each Town Home at a 2-inch/4-inch (2/4 standard),
- Landscape maintenance and planter box maintenance within the homeowner plot, and
- Reserve for repair / replacement of sidewalk within the homeowner plot and driveway (garage apron) within the homeowner plot.

Note: Snow removal will not be provided on stairs or porches.

PAYMENTS: Payment for each fee shall be made payable to the Fossil Ridge Metropolitan District No. 1 and sent to the following address for receipt by the Due Date:

Fossil Ridge Metropolitan District No.1
c/o Community Resources Services of Colorado
7995 E. Prentice Avenue, Suite 103E
Greenwood Village, CO 80111
Phone: (303) 381-4960

Residents should note that pursuant to the District Resolution Concerning the Imposition of Various Fees, Rates, Penalties and Charges for Sanitary Sewer Services and Facilities, fees for sanitary sewer services are additionally imposed by and through the Districts.

**RESOLUTION
BOARD OF DIRECTORS
FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1**

A RESOLUTION APPROPRIATING AND TRANSFERRING REVENUE FROM THE GENERAL FUND TO THE SPECIAL REVENUE FUND

WHEREAS, Fossil Ridge Metropolitan District No. 1 ("**District**") is a special district of the State of Colorado, organized pursuant to the Special District Act, C.R.S. § 32-1-101, *et seq.*;

WHEREAS, in December 2022, the developer of the Solterra community, Solterra, LLC, filed a lawsuit against the District, and Fossil Ridge Metropolitan District Nos. 2 and 3 (collectively, the "**Districts**"), in the civil action captioned *Solterra LLC vs. Fossil Ridge Metropolitan District No. 1, et al.*, Case Number 2022CV31409 (Jefferson County District Court) ("**Action**");

WHEREAS, in the Action, Solterra alleged the Districts owed Solterra a) \$31,870,000 in bond proceeds pursuant to a loan reimbursement agreement between the District and Solterra, b) approximately \$1,500,000 in development start-up costs, c) approximately \$2,000,000 in accrued maintenance costs, and d) millions in pre-judgment and post-judgment interest and legal fees;

WHEREAS, the Districts disputed that they owed Solterra the amount of bond proceeds Solterra claimed and asserted they owed none of the other amounts Solterra claimed. The Districts vigorously defended against Solterra's claims, and pursued claims against Solterra, from December 2022 until the end of 2024, when the Districts and Solterra achieved a resolution of the lawsuit. In mid-January 2025, the Districts and Solterra signed a Settlement Agreement and Mutual Release ("**Settlement Agreement**"). In exchange for a complete dismissal of the Action and all other claims that the Districts and Solterra had or could have had against each other in the future, the Districts agreed to pay Solterra \$23,500,000 in bond proceeds ("**Settlement Payment**");

WHEREAS, among the claims that were resolved was the Districts' claim that Solterra owed the District for costs the District incurred, and was continuing to incur, in providing landscaping and snow removal services within the Private Access Areas ("**PAA(s)**") in Filings 14, 15, and 16 ("**PAA Expenses**"). Historically, the District invoiced Solterra for the PAA Expenses and Solterra paid the amounts invoiced; however, commencing July 1, 2022, Solterra refused to reimburse the District for the amounts invoiced. The District continued to invoice Solterra for the PAA Expenses as they accrued and reflected the uncollected expenses as accounts receivable within the Special Revenue Fund for the following areas:

1. PAA No. 2 (Filing 14)
2. PAA No. 3 – 15 (Filing 15)
3. PAA No. 3 – 16N (Filing 16 North)
4. PAA No. 3 – 16S (Filing 16 South)

WHEREAS, the total uncollected accounts receivable within the Special Revenue Fund for the above-identified PAAs has resulted in a negative balance of \$114,955.00 through March 31, 2025, with an estimated additional negative balance of \$4,362.06 plus any potential irrigation repairs or other landscape expenses accruing from April 1, 2025 through June 30, 2025; and,

WHEREAS, the District Board has determined that, because the uncollected accounts receivable within the Special Revenue Fund were included in the settlement, they cannot be collected from Solterra and must be written-off using revenue from the General Fund.

NOW, THEREFORE, be it resolved by the Board of Directors of the Fossil Ridge Metropolitan District No. 1 that effective June 30, 2025 there is hereby appropriated the amount of \$114,955.00 for the payment of the uncollectable accounts receivable for the below PAAs that has accrued through March 31, 2025, and such additional amount as shall be necessary to pay the uncollectable accounts receivable for the below PAAs that will accrue from April 1, 2025 through June 30, 2025:

- a. PAA No. 2 (Filing 14)
- b. PAA No. 3 – 15 (Filing 15)
- c. PAA No. 3 – 16N (Filing 16 North)
- d. PAA No. 3 – 16S (Filing 16 South)

ADOPTED this 20th day of May, 2025.

BY THE BOARD OF DIRECTORS
FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1

By: _____
Lloyd T. Waterman, President

Attest:

By: _____
Terrence Larson, Secretary

APPROVAL OF APPROPRIATION AND TRANSFER OF FUNDS

Having considered the information in this Resolution and the intent of the settlement with Solterra, LLC (Brookfield), the Boards of Directors for Fossil Ridge Metropolitan District Nos. 2 and 3 approve the Fossil Ridge Metropolitan District No. 1 Board of Directors appropriating and transferring funds from District 1's General Fund to its Special Revenue Fund to pay the uncollectable accounts receivable therein.

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 2 FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3

By: _____
Terrence Larson, President

By: _____
David Wilson, President

Attest:

Attest:

By: _____
Gerry Reese, Secretary

By: _____
Alana Bissonette, Secretary

ESTIMATED 15-YEAR COST OF RETREAT LIGHTING <u>WITH</u> PURCHASE OF PERMANENT LIGHTING				
	<u>2025-2029</u>	<u>2030-2034</u>	<u>2035-2039</u>	<u>Estimated Total</u>
Purchase of permanent lighting	\$13,000			\$13,000
Tree light replacements (\$200 increase every fifth)	\$1,000	\$1,200	\$1,500	\$3,700
Annual installation of tree lights and wreaths only (five years total - \$200 annual increase)	\$14,000	\$17,750	\$21,500	\$53,250
Total Expenditure	\$15,000	\$18,950	\$23,000	\$69,950

ESTIMATED 15-YEAR COST OF RETREAT LIGHTING <u>WITHOUT</u> PURCHASE OF PERMANENT LIGHTING				
	<u>2025-2029</u>	<u>2030-2034</u>	<u>2035-2039</u>	<u>Estimated Total</u>
Tree & building light replacements (\$750 increase every fifth year)	\$2,500	\$3,250	\$4,000	\$9,750
Annual installation of Retreat, trees, and wreath lights (five year total - \$200 annual increase)	\$27,000	\$32,000	\$37,000	\$96,000
Total Expenditure	\$29,500	\$35,250	\$41,000	\$105,750