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

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

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

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.

- 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 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 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,

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Secretary of the Meeting