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, July 21, 2025, 6:30 p.m.

Attendance

The combined special 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:

Board of Directors -D1:
David Wilson – President
Dave McGraw – V.P.
Terry Larson – Treasurer
Tom Waterman – Secretary
Mike Walker – Asst. Secretary

Board of Directors – D2:
Gerry Reese – President
Tom Waterman – V.P.
Alan Plumhoff – 2Treasurer
Mike Walker – Secretary
Terry Larson – Asst. Secretary

Board of Directors – D3:
Mike McCleary – President
Alana Bissonnette – V.P.
Laura Paviglianiti – Treasurer
Pepper Trahan – Secretary
David Wilson – Asst. Secretary

Consultants:
Mat Birkeness – District Manager – Community Resource Services
Phil Schneider – Community Manager – Community Resource Services
Dino Ross Esq. - Legal Counsel
Emily Powell Esq. - Legal Counsel
Christine McLeod – Haynie and Associates

Others identified in attendance:
Ed du Bray, Libby Vernon, Peggy Waterman, Nancy Reese, Pete Hendel,

Wendy Sharon, Jenn Penn, Tom Donovan, Samantha Timmons, and Jenny Metzler

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.

Administrative Matters Consideration of District No. 3 Director Positions Modification: Director McCleary noted that Director Paviglianiti has a career with a company that is not comfortable with her serving as Treasurer of the District. Director McCleary motioned to swap Director positions for Director Trahan to become Treasurer and Director Paviglianiti to become Secretary. Upon a second by Director Wilson a vote was taken and passed unanimously.

Consent Agenda Ratification of the payment of claims for the period ending 7/1/2025, Approval of the minutes of the May 20, 2025 Special Meeting, and Retreat Credit Card Purchases Ratification.

District 1: Director Walker motioned to approve the consent agenda as presented. Upon second by Director Wilson, a vote was taken, and the motion carried unanimously.

District 2: Director Larson motioned to approve the consent agenda as presented. Upon second by Director Reese, a vote was taken, and the motion carried unanimously.

District 3: Director Bissonette motioned to approve the consent agenda as presented. Upon second by Director Trahan, a vote was taken, and the motion carried unanimously.

Legal Update: Director Wilson along with attorneys present Dino Ross and Emily Powell, presented to the boards a resolution for consolidation of the three districts into one district. A consolidation committee was discussed for Directors McGraw, Reese and Wilson to lead the efforts as the process has a lengthy timeline.

District 1: Director Waterman motioned to approve the resolution as presented. Upon second by Director Wilson, a vote was taken, and the motion carried unanimously.

District 2: Director Reese motioned to approve the resolution as presented. Upon second by Director Plumhoff, a vote was taken, and the motion passed. Director Larson opposed.

District 3: Director McCleary motioned to approve the resolution as presented.

Upon second by Director Trahan, a vote was taken, and the motion carried unanimously.

2024 FRMD Nos. 1-3 Audit Report Highlights- Christine McLeod of Haynie and Company presented the audit highlights to the boards. Director Walker asked about the District 1 and 3 liabilities. Ms. McLeod noted due to the full accrual bases used the liabilities are shown.

District 1: Director Walker motioned to accept the reports as presented. Upon second by Director Wilson, a vote was taken, and the motion carried unanimously.

District 2: Director Plumhoff motioned to accept the reports as presented. Upon second by Director Reese, a vote was taken, and the motion carried unanimously.

District 3: Director McCleary motioned to accept the reports as presented. Upon second by Director Paviglianiti, a vote was taken, and the motion carried unanimously.

Public Comment

Samantha Timmons spoke before the boards about the lack of landscaping in the common areas adjacent to her home. She is seeking equitable care in comparison to the other District landscaping areas.

Financial Matters

2024 FRMD Nos.1 & 2 Budget Amendments: Director Plumhoff presented the amendments affecting the two boards.

District 1: Director Wilson motioned to approve the budget amendment. Upon second by Director McGraw, a vote was taken, and the motion carried unanimously.

District 2: Director Larson motioned to approve the budget amendment. Upon second by Director Reese, a vote was taken, and the motion carried unanimously.

Finance Committee Members Update: Director Plumhoff presented, due to the charter written, Director Trahan will join the committee as District 3 Treasurer. Also, he sought the boards consideration for adding Directors Wilson, Reese and McCleary to the charter.

District 1: Director Walker motioned to approve the finance committee addition members of Directors Trahan, Wilson, Reese and McCleary. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.

District 2: Director Reese motioned to approve the finance committee addition members of Directors Trahan, Wilson, Reese and McCleary. Upon second by

Director Walker, a vote was taken, and the motion carried unanimously.

District 3: Director McCleary motioned to approve the finance committee addition members of Directors Trahan, Wilson, Reese and McCleary. Upon second by Director Bissonette, a vote was taken, and the motion carried unanimously.

Opening of Bank Account with InBank: Mr. Birkeness presented to the boards the opening of a new bank account with InBank to service the Districts.

District 1: Director McGraw motioned to approve the opening of the new bank account. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

Operations and Maintenance

Consideration of Appointment of Director Walker as Social Committee board liaison: Director Wilson noted a vacancy of the position and polling of the boards for a volunteer.

District 1: Director Waterman motioned to approve the appointment of Director Walker as social committee board liaison. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.

Social Committee Request for Movie Night September 12, 2025: Ms. Penn presented to the boards for the movie night request to replace a previous annual event of Rocktoberfest. Ms. Penn then answered questions by the boards and noted a signup genius and child supervision will be required.

District 1: Director Wilson motioned to approve the request as presented. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

District 2: Director Plumhoff motioned to approve the request as presented. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.

District 3: Director Trahan motioned to approve the request as presented. Upon second by Director Paviglianiti, a vote was taken, and the motion carried unanimously.

Landscape Update: Mr. Birkeness updated the boards on the general maintenance work ongoing within the community.

- Consideration of Rock and Edger Proposals: Mr. Birkeness presented the two proposals along with the budget figures for the capital fund dedicated to landscaping.

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

Retreat and Community Update: Mr. Birkeness and Mr. Schneider presented various updates or ongoing tasks in the community.

- Consideration of Permanent Lighting at Retreat: Peggy Waterman presented a report with lighting costs for potential savings and two vendor proposals along with scope of work. Extensive discussion surrounded the policy presented of when the lights will be utilized. Motions were brought forth and later rescinded due to opposition by majority of the boards. It was also noted this item is over budget and other budget line items will have to pick up the costs.

District 1: Director Wilson motioned to approve the Table Mountain lights proposal and to follow the previous lighting timeline of 30 days prior and post of the holiday season. Also, a review by the boards can be done later if change is warranted. Upon second by Director Larson, a vote was taken, and the motion carried unanimously.

District 2: Director Larson motioned to approve the Table Mountain lights proposal and to follow the previous lighting timeline of 30 days prior and post of the holiday season. Also, a review by the boards can be done later if change is warranted. Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.

District 3: Director Paviglianiti motioned to approve the Table Mountain lights proposal and to follow the previous lighting timeline of 30 days prior and post of the holiday season. Also, a review by the boards can be done later if change is warranted. Upon second by Director Trahan, a vote was taken, and the motion carried unanimously.

Community Engagement Committee Update: Director Reese presented the current focus of the committee to the boards. Director Plumhoff presented budget requests to create a repository for District files using the platform Dropbox and for Solterra-connect website to be updated with the vendor 10 Pound Gorilla.

The budget request for district file repository with Dropbox was $10,000 for 2025.

District 1: Director Wilson motioned to approve the budget request of $10,000 for Dropbox implementation. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

District 2: Director Reese motioned to approve the budget request of $10,000 for Dropbox implementation Upon second by Director Waterman, a vote was taken, and the motion carried unanimously.

District 3: Director Bissonnette motioned to approve the budget request of $10,000 for Dropbox implementation. Upon second by Director McCleary, a vote was taken, and the motion carried unanimously.

The budget request for Solterra-Connect website upgrade was $40,000 for 2025.

District 1: Director Wilson motioned to approve the budget request of $40,000 for the website upgrade with 10 Pound Gorilla. Upon second by Director McGraw, a vote was taken, and the motion carried unanimously.

District 2: Director Plumhoff motioned to approve the budget request of $40,000 for the website upgrade with 10 Pound Gorilla. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

District 3: Director Trahan motioned to approve the budget request of $40,000 for the website upgrade with 10 Pound Gorilla. Upon second by Director McCleary, a vote was taken, and the motion carried unanimously.

Engineering Report: Director Larson presented two items for the board for consideration. First, was the ratification of spring clear outs for water quality ponds within the community and to repeat the process for an autumn clear out. Second was the consideration of an under drain repair in filing 16 using the Capital Improvement Project Fund.

District 1: Director Wilson motioned to ratify the spring clear outs for water quality ponds. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

District 1: Director Wilson motioned to approve the future autumn clear outs for water quality ponds. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.

District 3: Director McCleary motioned to approve the Capital Improvement Project fund request for Filing 16 under drain repair. Upon second by Director Trahan, 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 9:22 p.m. as follows:

- District 1: Director Wilson motioned to adjourn. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.
- District 2: Director Reese motioned to adjourn. Upon second by Director Walker, a vote was taken, and the motion carried unanimously.
- District 3: Director McCleary motioned to adjourn. Upon second by Director Paviglianiti, a vote was taken, and the motion carried unanimously.

Respectfully submitted,

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Secretary of the Meeting