

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 5
(THE "DISTRICT")
HELD
FEBRUARY 16, 2023

A regular meeting of the Board of Directors of the Banning Lewis Ranch Metropolitan District No. 5 (referred to hereafter as the "Board") was convened on Thursday, February 16, 2023, at 9:00 a.m. This District Board meeting was held at Banning Lewis Ranch – The Barn 9150 Braemore Heights, Colorado Springs, Colorado 80927 and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Robert Cass, President
George Smith, Vice President
Victoria Niemi, Treasurer
Kathryn Giddens, Secretary
Dawson Hubert, Assistant Secretary

Also, In Attendance Were:

Krista Baptist, Korben Heim and Rob Lange; CliftonLarsonAllen, LLP
Colin Mielke; Seter & Vander Wall, PC
Margaret Mecca, Cindy Hogan, Heidi Westberg, Deb Nussdorfer,
Marion Dries, Ginny Beteille, Rolly Colby, Sharon McCray, Sharon
Basten, Karen Plaza, Charlotte Cannon, Jeanette O'Brien, Steve
Langer, Lillian Rigdon, Pamela Nuesse, Scott McGrath, Loren Gallup,
John DeLuca, Deb Prats, Sherri Parrish, Phil Parrish, Beth Joyce,
Suzanne Qualia, Janet Hill, Kevin Bradley, Darlene DeLuca, Tim
Hogan, Loretta Pennie, Celeste Martella, Joelle DeMeter, Barbara,
Voorhees, Marianne Gonzalez, and Tom Spain, ; Members of the
Public

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Cass called the meeting to order at 9:01 a.m. Following review, upon a motion duly made by Director Cass, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Disclosures of Potential Conflicts of Interest: There were no conflicts to be filed.

Quorum, Location of Meeting and Meeting Notices: A quorum was confirmed, and the Board designated the Districts' website as the 24-hour posting location.

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Public Comment: The Board opened the meeting for public comment.

Deb Nussdorfer: Thank you Metropolitan District No. 5 Board of Directors for your continuing leadership of The Retreat community.

Residents in The Retreat continue to increase bringing a variety of perspectives and preferences for community life. District No. 1 has contracted Oakwood Life to manage The Barn and other amenities and conduct community activities. The Retreat community has selected residents to serve as our District No. 5 Board of Directors. Both Oakwood Life and the District No. 5 Board are charged to seek resident opinions and perspectives and promote the greater community best interests. As residents we have multiple ways to communicate our preferences for community life.

To remind me, and maybe some of you, the opportunities to voice and negotiate personal preferences are many. And at the same time, I suggest we continue to clarify where preferences, ideas and changes are discussed and evaluated, and how decisions are made – legally, contractually, and made in the best interests of the community. My hope is that the spirit of community – of respect and joy are ever present.

Our Board has established committees to recommend Board actions related to supporting and monitoring the Oakwood Life contract, developing strategies to enhance communication between Board and residents, and analyze/track District No. 5 finances. Additional committees are being formed. Residents serve on each committee which is chaired by a Board member. This is one way to voice our preferences. Let the Board of directors know the areas where you are a subject matter expert and would like to serve.

Participation in a Board meeting and/or direct contact with a Board member are other opportunities to voice our preferences (flyer). The Oakwood Life team seeks to support interest groups, promote activities selected by residents, and oversee our Barn and other amenities. They want our ideas and our participation in designing activities based on community interest and within legal and contractual bounds. The new Resident Handbook is coming out soon. I suspect we will all have opinions on what is “right” and what is “wrong”. I hope we will choose to focus on and rejoice in the good and respectfully question or suggest changes to Oakwood

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Life.

We love this community and know we are blessed to be here.

Thank you.

Resignation of Director George Smith from the Board of Directors effective February 17, 2023: The Board acknowledged the resignation of Director George Smith from the Board of Directors effective February 17, 2023.

Minutes from the January 19, 2023 Regular Board Meeting: The Board deferred this item.

FINANCIAL MATTERS

Update Regarding Special Revenue Fund Balance Sheet and the Special Revenue Fund Statement of Activities: Mr. Lange provided an update regarding the Special Revenue Fund Balance Sheet and the Special Revenue Fund Statement of Activities with the Board. Mr. Lange and Director Cass discussed items regarding Oakwood Life expenses. No actions were taken.

Director Cass questioned Barn expenses related to utilities and red carpet gifts.

Other: None.

LEGAL MATTERS

Other: None.

MANAGER MATTERS

Other: None.

DIRECTOR MATTERS

Board Vacancy: Director Cass discussed the Board vacancy and the self-nomination process, as well as election costs. No actions were taken.

May 2, 2023 Election: This item was addressed during the Board vacancy discussion.

Committee Reports to Include Purpose Statement, Primary Responsibilities, and Future Activities:

Finance Committee: Director Cass provided a brief update and reviewed the Oakwood Life invoice spreadsheet. There was discussion regarding Barn expenses, Oakwood Life expenses, and other events. No actions were taken.

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Communications Committee: Director Giddens provided an update on community email services, primarily Constant Contact noting that Constant Contact did not follow through with providing the services they noted in earlier conversations. A review of the process, goals, and next steps for communication ensued. Rolly Colby, a resident of The Retreat, presented a proposal for a secure communication system within the Retreat. Following a discussion and upon a motion duly made by Director Cass and seconded by Director Hubert, and upon vote, unanimously carried, the Board approved going forward with phase one of the website.

Oakwood Life Committee: Director Cass and Director Hubert provided updates to the Board. Director Hubert noted the Board's intent to further solicit resident comments on services provided. Director Hubert provided updates on locating shower curtains, further need to be addressed on key fob issues, and what the committee has learned about alcohol policies for residents and events held within the Retreat.

Facilities Committee: Director Niemi provided updates to the Board. Director Niemi outlined the purpose and intent of the committee, as well as the broad scope of intent to monitor all physical components within the Retreat to track and provide feedback to Metro District 1. Director Niemi asked that volunteers sign up on a spreadsheet for further contact if interested in serving.

Other: None.

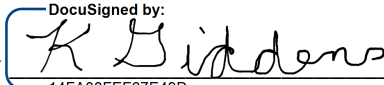
OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, Director Cass adjourned the meeting at 10:26 a.m.

Respectfully submitted,

By 
 DocuSigned by:
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 Secretary for the Board