

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
MARCH 21, 2024

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, March 21, 2024 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:

Steve Langer, President
Dawson Hubert, Vice President
J. Larson, Secretary
Vicki Niemi, Treasurer
Bob Burnett, Director

Also, In Attendance Were:

Krista Baptist and Carrie Bartow; CliftonLarsonAllen, LLP
Colin Mielke; Seter & Vander Wall, P.C.
Marybeth Orsini and Anastasia Khokhryakova; Ballard Spahr LLP
Randy Schillinger, Karen Plaza, Judith Austin, John DeLuca, Dave Sheeren, Frank Gary & Betty Haverland, Tom Spain, Shirley Spain, Patricia Wolf, Mark Davies, Marion Dries, Suzie Patterson, Kenda Evans, Greg Silkwood, Ed Plaza, Bill Garis, Wendy Tomme, Heidi Wiens, Am Wiens, Loren Gallup, Sue Harmon, Virginia Beteille-Hock, Velma Hendrickson, Loretta Pennie, Sherri Pierson, Frank Bioniconti, Tom Greulich Rollie Colby, Bonnie McGowan, Kathie Giddens, Jeannette O’Brien, Esther McGehee, Loretta Pennie, Celeste Martella, Sherri & Phillip Parrish; Members of the Public

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Langer called the meeting to order at 9:05 a.m. Following review, upon a motion duly made by Director Langer, seconded by Director Hubert and, upon vote, unanimously carried, the Board approved the agenda, as amended.

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

Quorum, Location of Meeting and Meeting Notices: A quorum was confirmed.

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It was noted that the meeting was noticed on the website and posted as required.

Discussion regarding IRS Examination of 2018 Bond Issuance and Approval of Engagement of Ballard Spahr LLP and Power of Attorney: Mr. Mielke informed the Board of correspondence from the IRS regarding its intention to examine the District's 2018 bond issuance. Ms. Bartow discussed her correspondence with the IRS and noted that the examination is part of a random selection of tax-exempt bond issuances by the IRS. Mr. Mielke presented a proposed engagement letter and power of attorney from Ballard Spahr LLP to represent the District for purposes of responding to the IRS examination. Mr. Mielke introduced Ms. Orsini and Ms. Khokhryakova from Ballard Spahr LLP, explaining that Ballard Spahr LLP was bond counsel for that issuance. Ms. Orsini discussed her experience with IRS bond issuance examinations. Following discussion, upon a motion duly made by Director Hubert, seconded by Director Langer and, upon vote, unanimously carried, the Board approved the engagement of Ballard Spahr LLP and the power of attorney. Director Larson requested that information provided to the IRS also be bcc'd to her and that this should not incur any additional costs.

Minutes from the January 18, 2024 Regular and March 5, 2024 Special Board Meeting: Following review, upon a motion duly made by Director Langer, seconded by Director Hubert and, upon vote, unanimously carried, the Board approved the January 18, 2024 regular and March 5, 2024 special Board meeting minutes, as presented.

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

Bill Garis - Expressed concerns that there was consideration for a facilities use policy to rent out the pickleball courts at the Retreat. As a pickleball club member, he expressed that they want more control over the courts and that a general use policy would be detrimental in his view.

Ginny Bateile – Expressed concern over an email not being sent to explain to everyone how to get onto the Board meeting virtually. The Board explained that process was followed as required, and that the meeting notice is posted with the login information on the District's website. The Board may revisit how the website is used for supplementary communication in this matter.

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Appointment of New Cooperation Committee Representative:

Director Hubert expressed his position that all board members should be informed of Cooperation Committee position openings and be offered an opportunity to submit their interest in the position. The Board agreed with that policy. Upon a motion duly made by Director Langer, seconded by Director Niemi and, upon vote, unanimously carried, the Board appointed Director Langer and reconfirmed Director Larson as the District's Cooperation Committee Representatives.

**FINANCIAL
MATTERS**

December 2023 Special Revenue Fund Financials from Banning

Lewis Ranch MD No. 1: Ms. Bartow reviewed the Special Revenue Fund Financials with the Board. Following review, upon a motion duly made by Director Langer, seconded by Director Niemi and, upon vote, unanimously carried, the Board accepted the December 2023 Special Revenue Fund Financials from Banning Lewis Ranch MD No.1, as presented.

March 14, 2024 Banning Lewis Ranch MD No. 5 Cash Position

Sheet: Ms. Bartow reviewed the March 14, 2024 Cash Position Sheet with the Board. Following review and discussion, upon a motion duly made by Director Langer, seconded by Director Niemi and, upon vote, unanimously carried, the Board accepted the March 14, 2024 Banning Lewis Ranch MD No. 5 Cash Position Sheet, as presented.

Interim Claims Totaling \$6,658.53:

Ms. Bartow reviewed the interim claims with the Board. Following review and discussion, upon a motion duly made by Director Langer, seconded by Director Niemi and, upon vote, unanimously carried, the Board approved the interim claims totaling \$6,658.53, as presented.

LEGAL MATTERS

Update Regarding Status of Litigation:

Mr. Mielke provided and update to the Board and confirmed he will follow-up with litigation counsel for an update on the punch list for the outstanding door blower completion.

Status of BLR MD5 Comments on BLR1 Budget documents for Cooperation Committee meeting held October 11, 2023:

Mr. Mielke and Director Larson provided an update to the Board. The Board expressed an interest in creating a prioritization list and setting a meeting with MD1 to review outstanding concerns. Director Langer confirmed he will deliver a list to Oakwood and request a status update. No further action was taken by the Board.

**MANAGER
MATTERS**

Landscaping and Snow Removal Contractor Status:

Ms. Baptist provided updates and the next steps with the Board. Discussion

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ensued. Director Burnett stated he is confident of a positive selection of Landscape Endeavors for the community and has urged the community to give them time to onboard without rerouting the process. Director Burnett discussed the plan is to send issues to Ms. Baptist for work with MD 1 to handle any contractual matters. In response to a question from Director Niemi, it was confirmed that ColoradoScapes will still provide pickleball facility maintenance. No further action was taken by the Board.

Barn Status: Ms. Baptist provided updates on anticipated/scheduled next steps including the blower test and punchlist of repairs. Dillion of Oakwood Homes is to provide a punchlist of items to Ms. Baptist. No action was taken.

Banning Lewis Ranch MD No.1 Updates: Ms. Baptist provided a brief update on the Cooperation Committee discussions regarding YMCA lifeguard staffing and the capacity issue mitigation for the Ranch House and Vista Water Park in BLR for the 2024 pool season.

OakwoodLife: No report was provided.

DIRECTOR
MATTERS

New Business:

Oakwood Life Committee Mission and Direction on Organizing and Prioritizing Data from Recent Town Hall Meeting: Not discussed.

OakwoodLife Committee – initial priority items for definition and action: Director Hubert reported that the initial priority items defined are as follows: a) identifying which door to install a key fob entry on the back of the Barn; b) obtaining and erecting a wind screen for the north side of the pool fence; and 3) continuing to brainstorm ways to develop recreational opportunities on the back patio and large grass area behind the Barn.

Consideration of Facilities – focused April town hall: Following discussion of prioritizing onboarding time for the new landscaper, and direction received from MD1, it was determined that no Town Hall will be held in April.

Introducing new Communications Committee: Director Langer introduced the new Communications Committee members: Steve Langer, Loretta Pennie, Sherri Pierson and Laurie Wonders.

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Special Revenue Financials: Not discussed, and no action taken.

Community Center Management & Services agreement: It was determined to be discussed further during Old Business (B v).

Financial Requests per Resolution (PPT Overview): Not discussed, and no action taken.

Old Business:

Fob entry west side of Barn: No further discussion or action taken. This item was discussed under New Business (A ii).

February Study Session/workshop summary: It was noted that a summary of the workshop is on line at the Retreat BB website.

Lighting outside of gateway proposal: Director Niemi provided an update that Oakwood declined to fund the additions of lighting because everything was installed according to how it was approved. MD1 had vegetation cut back from the monument lighting areas and the lighting has improved. Ms. Baptist noted that she was working to put together proposals for MD1 to review options for addition.

Advisory Board proposal: Director Larson presented a proposal for the formation of an Advisory Board to the Board of Directors. Discussion ensued. It was noted that Directors Hubert and Niemi were not in favor of the proposal. Action was deferred to allow Director Burneett time to review and onboard as a new Board member.

CLA contract performance and compliance monitoring: Director Larson presented background including concern that MD5 was not consulted before MD1 renewed the OakwoodLife Agreement. Following discussion, it was determined that the OakwoodLife Committee would review the current agreement to consolidate questions and concerns, and then a meeting with MD1 would be requested to review.

OTHER BUSINESS

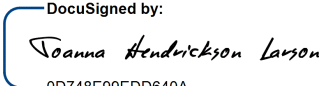
None.

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ADJOURNMENT

Director Langer adjourned the meeting at 11:16 a.m.

Respectfully submitted,

By 
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Secretary for the Board

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Witness Events	Signature	Timestamp
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