

**MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
VENTANA METROPOLITAN DISTRICT  
HELD JANUARY 16, 2025**

A Regular Meeting of the Board of Directors (the “Board”) of the Ventana Metropolitan District (the “District”) was convened on Monday, January 27, 2025, at 6:00 p.m. by Zoom video/telephone conference. The meeting was open to the public.

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**ATTENDANCE**

**Directors Present:**

Eric Farrar  
Christina Sparks  
Michael Laurencelle  
Mick Schuhmacher  
Heather Farrar

**Also Present:**

Dominique Devaney; Public Alliance, LLC, District Manager

Tate Crosby; White Bear, Ankele, Tanaka, & Waldron, District General Counsel

Karis Clark; The Management Trust, Clubhouse Manager

LaMont Harris, Clifton Larson Allen, District Accountant

Valerie Hunter; Member of the public

**ADMINISTRATIVE  
MATTERS**

**Disclosures of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Ms. Devaney noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Crosby noted that Disclosure Statements have been filed for all directors. No additional conflicts were disclosed.

**Agenda:** Ms. Devaney distributed, for the Board's review and approval, a proposed agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director H. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the agenda was approved.

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## RECORD OF PROCEEDINGS

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### PUBLIC COMMENTS

There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Approve Minutes from December 16, 2024 Regular Meeting and Annual Meeting.
- Acknowledge the filing of the Transparency Notice.
- Approve Resolution Designating Meeting Notice Posting Location

Following discussion, upon motion duly made by Director Schuhmacher, seconded by Director H. Farrar and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.

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### FINANCIAL MATTERS

**2024 Mill Levy Certification for 2025 Collection:** The Board entered into discussion regarding the 2024 Mill Levy Certification for 2025 Collection. The Board gave direction to Ms. Devaney and Ms. Crosby to address the increased mill levy at the 2025 Annual Town Hall meeting and in a newsletter to the community. No formal action was taken by the Board.

**Cash Position Schedule:** Mr. Harris presented the Board with the cash position statement in the amount of \$1,288,616.21 dated December 31, 2024.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board accepted the schedule of cash position, dated December 31, 2024.

**Claims:** Mr. Harris presented the Board with claims in the amount of \$1,234,034.84 for the period dated January 1, 2024 through January 26, 2025.

Following discussion, upon a motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote unanimously carried, the Board ratified and approved the claims as presented.

**2024 Audit:** The Board reviewed the proposal from Biggs Koffard to perform the 2024 Audit.

Following discussion, upon motion duly made by Director Schuhmacher, seconded by Director Sparks and, upon vote, unanimously carried, the Board approved the Engagement Letter with Biggs Koffard to perform the 2024 Audit, in the amount of \$7,750.

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**CliftonLarsonAllen LLP 2025 Statements of Work:** It was determined the Board approved the Statements of Work at a previous meeting.

**Other Financial Matters:** Discussion was held regarding the District's Financial Position for the 2025 calendar year. Ms. Devaney and Mr. Harris were directed by the board to identify cost savings opportunities in the existing budget and bring those back to the Board as opportunities arise. The Board authorized Mr. Harris to close old accounts and authorized Directors E. Farrar and Laurencelle as designated signers for the District's bill.com account. Additionally, the Board authorized Mr. Harris to pay Federal Unemployment Tax and final 2024 Colorado withholding and authorized Director E. Farrar to sign necessary forms. A motion to approve the foregoing was made by Director E. Farrar, seconded by Director Laurencelle, and, upon vote, unanimously carried.

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### **LEGAL MATTERS**

**Resolution Concerning the Imposition of a Park Permit Fee:** The Board reviewed a Resolution Concerning the Imposition of a Park Permit Fee.

Following discussion, upon a motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote unanimously carried, the Board adopted the Resolution Concerning the Imposition of a Park Permit Fee subject to confirmation from the City of Fountain regarding authorized uses of the Park Permit Fee revenues for park operations and maintenance.

**Resolution Concerning the Imposition of an Annual Community Center Fee:** The Board reviewed a Resolution Concerning the Imposition of an Annual Community Center Fee.

Following discussion, upon a motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote unanimously carried, the Board adopted the Resolution Concerning the Imposition of an Annual Community Center Fee subject to revising the resident payment to be paid in quarterly installments with an effective date of July 1, 2025.

**Other Legal Matters:** There were no other legal matters.

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### **MANAGEMENT MATTERS**

**Manager's Report:** Ms. Devaney reviewed the Manager's Report with the Board.

**May 6, 2025 Regular Directors' Election:** Ms. Devaney discussed with the Board the Resolution Calling a Regular Election for Directors on May 6, 2025, appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

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Following discussion, upon motion duly made by Director E. Farrar, seconded by Director H. Farrar and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 6, 2025, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

**Proposal from Rocky Mountain Playground Services for Low Frequency Inspections:** The Board reviewed a proposal from Rocky Mountain Playground Services for low frequency inspections.

Following discussion, upon motion duly made by Director Schuhmacher, seconded by Director E. Farrar and, upon vote, unanimously carried, the Board approved the proposal from Rocky Mountain Playground Services for low frequency inspections.

**Proposal from Weisburg Landscape Maintenance for Winter Watering:** The Board reviewed a proposal from Weisburg Landscape Maintenance for winter watering.

Following discussion, upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon vote, unanimously carried, the Board approved the proposal from Weisburg Landscape Maintenance for winter watering, with the following changes to the agreement, any trees not already wrapped are to be removed as their status will be unknown until spring, and the section of Ventana South Filing be removed as that is still in the care of the Developer.

**Proposals for Pool Cover:** The Board deferred discussion at this time to the summer pool season.

**Status of Insurance Claim for Clubhouse Roof:** Ms. Devaney conveyed to the Board that the insurance claim for the Clubhouse roof was successfully filed. Representatives from Ingles Martin, the claims administrator, and RoofConnect were scheduled on Wednesday, January 29<sup>th</sup> to meet onsite to review the damage and create a proposal. Ms. Clark would be available to meet them.

**Status of Approval from the City of Fountain of Continued Development:** The Board entered into discussion regarding the status of approval from the City of Fountain of continued development. The Board directed Ms. Devaney to contact the City of Fountain.

**Other District Management Matters:** There were no other District management matters.

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### **EXECUTIVE SESSION**

**Executive Session:** Pursuant to Section 24-6-402(4), C.R.S., upon motion duly made by Director E. Farrar, seconded by Director Schuhmacher and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened

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in executive session at 8:40 p.m. for the purpose of receiving legal advice as it relates to potential litigation claims.

Pursuant to Section 24-6-402(2)(d.5) (II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the Board's Attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

**Executive Session:** Pursuant to Section 24-6-402(4) of the Colorado Revised Statutes C.R.S., upon motion duly made by Director E. Farrar, seconded by Director Sparks and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 9:00 p.m. for the purpose of receiving legal advice as it relates to covenant violations.

Pursuant to Section 24-6-402(2)(d.5) (II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the Board's Attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

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### **OTHER BUSINESS**

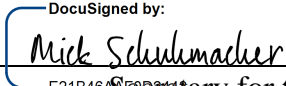
There was no other business.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  Secretary for the Meeting

DocuSigned by:  
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