

BUCKHORN VALLEY METROPOLITAN DISTRICT NO 2

Special Board Meeting Minutes

Meeting Date: Tuesday November 19, 2024

Meeting Time: 6:03pm to 9:15pm

Meeting Location: The meeting was held online at the following location:

<https://meet.goto.com/Wolfersberger>

I. Roll Call (6:03pm)

A special meeting of the Board of Directors of the Buckhorn Valley Metropolitan District No. 2 (District) was called and held as shown above and in accordance with the statutes of the State of Colorado. The following Directors were in attendance:

Directors	Office	Attendance
Nickolas Viau	President	Present
David Fiore		Present
Eliana Walker	Secretary/Treasurer	Present
Angela Heuman		Present (Arrived at 6:10pm)
Vacancy		

Also, in attendance was Charles Wolfersberger (District Manager), with Wolfersberger, LLC; Paul Rufien (General Counsel) with Rufien Law, PC; the following homeowners were in attendance: (1) Dan Siebert, (2) Pete Wehrenberg, (3) Cheryl Bottomley.

II. Call to Order

The meeting was called to order by Director Viau. Director Viau noted that a quorum of the Board was present, the Directors confirmed their qualification to serve and, therefore, called the special meeting of the Board of Directors of the District to order.

III. Present Disclosures of Potential Conflicts of Interest

The Board reviewed the agenda for the meeting, following which all directors disclosed no conflicts of interest with the business to be discussed and conducted at the meeting.

IV. Administrative Matters

- 1) Meeting Agenda: The Board reviewed the meeting agenda presented by the District Manager. Director Fiore motioned to approve the agenda. Director Viau seconded the motion and the Board voted 3-0 to approve the motion.
- 2) Review and consider minutes from the October 22, 2024 board meeting and townhall meeting: The Board reviewed and discussed the draft of the board meeting minutes and the annual townhall meeting minutes presented by the District Manager. Director Fiore motioned

to approve the minutes as presented. Director Viau seconded the motion and the Board voted 3-0 to approve the motion.

V. Public Comments / Director Matters

Mr. Wehrenberg asked about how he could obtain the exhibits for board meeting packets. The District Manager reviewed with the Board and public the District's website and noted that board meeting packets for the current and past board meetings are posted and available for download under the Transparency > Board Meeting menu item.

VI. Policy /Operational Matters

- 1) Review and discuss potential appointment to fill vacancy on the Board: Mr. Wehrenberg and Mr. Siebert introduced themselves to the Board and expressed an interest in filling the vacancy on the Board. The Board noted that any appointment to the Board would be filled until May 2025 – when the next board election occurs. Director Fiore motioned to appoint Mr. Wehrenberg to fill the vacancy on the Board. Director Eliana seconded the motion and the Board voted 2-2 on the motion. The motion did not pass. Director Viau and Director Heuman expressed an interest in appointing Mr. Siebert to fill the vacancy on the Board. All Board members agreed that both Mr. Siebert and Mr. Wehrenberg are good candidates and would bring different skills and experience to the Board. The Board agreed to defer further discussion of filling the vacancy to the next Board meeting.
- 2) Review and consider five proposed board operational policies: The Board reviewed and discussed the following five proposed policies: (1) Policy regarding adoption of policies and procedures (2) conflict of interest policy, (3) email policy, (4) meeting conduct policy and (5) record inspection and retention policy. The Board agreed to defer discussion and actions to the next board meeting regarding the proposed email policy and the record inspection and retention policy. Director Fiore motioned to approve the proposed policy regarding the adoption of policies and procedures, conflict of interest policy and meeting conduct policy as presented. Director Viau seconded the motion and the Board voted 4-0 approving the motion.

VII. Litigation status update

Mr. Rufien provided a brief update regarding the litigation between (a) the District and (b) District 1 and several individuals who previously served on the District 1 and 2 boards. He reported the District is still working with District 1 on a settlement agreement. Also, negotiations between the District and David Garton (owner of the District's 2008 bonds) is progressing slowly but has been productive. The District Court's Rule 106 matter has been stayed to allow for settlement negotiations to continue. The District's appeal has not been stayed and a brief will need to be filed by the District by December 18th.

VIII. Executive Session

Director Viau motioned to open executive session at 7:57pm for the purpose of conferring with the District's legal counsel pursuant to Section 24-6-402(4)(b), C.R.S. regarding (1) existing litigation with Buckhorn Valley Metro District No 1 (BVMD1) and other individually named

defendants, (2) mediation with BVMD1 and (3) negotiations with David Garton regarding the District’s 2008 bonds owned by David Garton. Director Fiore seconded the motion and the Board voted 4-0 to approve the motion.

No actions were taken by the Board during executive session. Executive session was not recorded. Director Fiore motioned to exit executive session at 8:56pm. Director Viau seconded the motion and the Board voted 4-0 to approve the motion.

Post executive session action items: None

IX. Financial/Contractual Matters

1) Continuation of the public hearing on District’s proposed 2025 budget: Director Viau opened the continuation of the public hearing on the 2025 Budget at 8:56pm regarding the proposed 2025 Budget. The Board reviewed and discussed the proposed 2025 budget. The Board agreed to increase budgeted litigation fees for 2025 to \$123,300. The 2025 Budget was also updated to reflect updated litigation costs for 2024 – noting that such 2024 litigation expenses are based on the October 31, 2024 billing statement received from Mr. Rufien plus an estimated additional \$30,000 in legal fees through the end of the year.


At 9:05pm, Director Viau motioned to close the public budget hearing.

2) Consider resolution to adopt 2025 budget, appropriate funds, set mill levies: The District Manager presented the resolution to adopt the 2025 budget, set mill levies and appropriate funds. Director Heuman motioned to approve the resolution as amended to reflect an increase in the litigation fees to \$123,300 for 2025 to fund a potential appeal of the District Court’s June 2024 ruling and with authorization to the District Manager to adjust the mill levies to offset any changes made by the County Assessor to the assessed value of property that would otherwise impact total budgeted tax revenue. Director Viau seconded the motion, and the Board voted 4-0 to approve the motion.

Action Item #3: District Manager will file the 2025 budget with the State of Colorado and the mill levy certification with the County Treasurer.

X. Adjournment (9:15pm)

There being no further business to come before the Board, and upon motion duly made by Director Viau, seconded by Director Fiore, and unanimously carried, the meeting was adjourned. The next board meeting will be held on February 04, 2025 at 6:00pm at the following online location: <https://meet.goto.com/Wolfersberger>

DocuSigned by:

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Secretary Angela Heuman

5/17/2025

Date