

BUCKHORN VALLEY METROPOLITAN DISTRICT NO 2

Regular Board Meeting Minutes

Meeting Date: Tuesday May 13, 2025

Meeting Time: 7:01pm to 9:08pm

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

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

I. Roll Call (7:01pm)

A regular 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
Peter Wehrenberg		Present
Angela Heuman		Present
Vacancy		

Also, in attendance was Charles Wolfersberger (District Manager), with Wolfersberger, LLC; Paul Rufien (General Counsel) with Rufien Law, PC; one homeowner was in attendance: Erin Gallimore.

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 regular 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 requested two additions the agenda – review and consideration of AECOM water study proposal and land use planning proposal submitted by SE Group. Director Fiore motioned to approve the agenda as amended. Director Viau seconded the motion and the Board voted 3-0 to approve the motion.

- 2) Review and consider minutes from the November 19, 2024 board meeting: The Board reviewed and discussed the draft of the board meeting minutes presented by the District

Manager. Director Viau motioned to approve the minutes as presented. Director Heuman seconded the motion and the Board voted 3-0 to approve the motion. Director Wehrenberg abstained from voting.

- 3) Review and consider minutes from the February 02, 2025 board meeting: The Board reviewed and discussed the draft of the board 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 2-0 to approve the motion. Director Wehrenberg and Director Heuman abstained from voting because they did not attend this meeting.
- 4) Board Election – Status Update: The District Manager reported that the board election has been cancelled because the number of candidates running did not exceed the number of open seats on the board. Director Viau and Director Wehrenberg were elected to the Board to serve 4-year terms.

V. Public Comments

Ms. Gallimore expressed her appreciation to the Board for the success achieved through the lawsuit and the ultimate settlement agreement worked out between the District and BVMD1 and the Developer.

VI. Policy/Operational Matters

- 1) Review and consider proposed email policy: The Board agreed to defer review and consideration of this proposed policy to the next board meeting.
- 2) Review and consider proposed record inspection and retention policy: The Board agreed to defer review and consideration of this proposed policy to the next board meeting.

VII. Financial/Contractual Matters

- 1) Review and Consider Payment of Claims: The Board reviewed the schedule of check payments (#100065 to 100070) totaling \$12,879.00. Director Fiore motioned to approve the payment of claims and Director Viau seconded the motion. The Board voted 3-0 to approve the motion. Director Wehrenberg abstained from voting.
- 2) Review December 31, 2024 financial statements: The District Manager briefly reviewed the District's 2024 annual financial statements with the Board and noted the District's auditor is currently auditing the financial statements. The financial statements will be issued after the settlement agreement is finalized and the terms of the settlement agreement are disclosed in the subsequent events note in the 2024 financial statements.
- 3) Review April 30, 2025 financial statements: The District Manager reviewed with the Board the April 30, 2025 unaudited financial statements. Through April 2025, the County Treasurer has collected 60% of the District's 2025 property tax assessments. Cash held by the District totaled \$751,573, receivables due from BVMD1 totaled \$187,822 and property taxes receivable totaled \$704,127. The District's liabilities were comprised primarily of \$23.4 million in bond

debt and accrued interest. Accrued legal fees due to Paul Rufien as of March 31, 2025 totaled \$267,600. Legal expenses incurred by the District through March 31st totaled \$23,860.

- 4) Review and consider Kutak Rock engagement letter: The Board reviewed and discussed the engagement letter submitted by Kutak Rock to serve as the District's bond counsel related to the proposed refinancing of the District's bond debt. Director Fiore motioned to approve the agreement as presented. Director Viau seconded the motion and the Board voted 3-0 to approve the motion.
- 5) Review and discuss water study proposal from AECOM: Director Fiore reviewed with the Board a proposal from AECOM to perform a water rate study. The Board discussed funding this study using proceeds from the refinancing of the District's bond debt. The Board will revisit review of this proposal at the next board meeting.
- 6) Review and discuss land use planning proposal from SE Group: Director Fiore reviewed with the Board a proposal from SE Group to perform a land use planning study. The Board discussed funding this study using proceeds from the refinancing of the District's bond debt. The Board will revisit review of this proposal at the next board meeting.

VIII. Director Matters

The Board noted that Director Walker did not renew her term on the Board. The Board expressed their appreciation for Director Walker's several years of service on the Board. The Board noted that the position of treasurer and secretary is now vacant due to Director Walker's departure from the Board. Director Fiore motioned to appoint Director Heuman as Treasurer and Secretary of the Board. Director Viau seconded the motion and the Board voted 3-0 to approve the motion.

IX. Litigation status update

- 1) 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 that both District 1 and District 2 boards approved a settlement agreement at the public rate hearing held prior to this meeting. As a result of the settlement agreement, the district court case and related appeal will be dismissed by the District.
- 2) Review and discuss proposed settlement agreement with David Garton Jr (the owner of the District's 2008 bonds): The Board reviewed and discussed the proposed settlement agreement between the District and David Garton Jr. Director Fiore motioned to authorize Mr. Rufien to enter into a settlement agreement on behalf of the District with David Garton Jr on the following terms: David Garton Jr agrees to cancel the 2008 bonds and all related claims against the District in exchange for the District agreeing to (1) cancel the District's appeal of District Court's dismissal of David Garton Jr as a defendant against the District's claims and (2) pay \$1 million to David Garton from the proceeds of the bond refinance transaction. Director Heuman seconded the motion and the Board voted 4-0 approving the motion.

X. Executive Session – Cancelled

XI. Adjournment (9:08pm)

There being no further business to come before the Board, and upon motion duly made by Director Fiore, seconded by Director Viau, and unanimously carried, the meeting was adjourned. The next regular board meeting will be held on July 15, 2025 at 6:00pm at the following online location: <https://meet.goto.com/Wolfersberger>

DocuSigned by: <i>Angela Heuman</i>	7/17/2025
<small>2F0259CBA959406...</small> Secretary Angela Heuman	_____
	Date