

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE WILLOW BROOK METROPOLITAN DISTRICT

- ATTENDANCE:** The special meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, February 23, 2018 at 3:00 p.m., at The Gate House, 524 Ruby Road, Silverthorne, Colorado, in accordance with Colorado law. The following Directors were present and confirmed their qualification to serve on the Board:
- Donald Samuels, President
Randy Lewis, Vice President
EJ Olbright, Asst. Secretary
Matt Sherwood, Secretary/Treasurer (via teleconference)
Peter Grady, Asst. Secretary (via teleconference)
- Also in attendance were:
Eric Kircher; Metro Services II, Inc
Joe Maglicic; Ten Mile Engineering, Inc.
David Robbins
Michael Good
Brian Pappas
John Rovick
Sue Blair, Angie Kelly and Marcos Pacheco; CRS
- CALL TO ORDER:** President Samuels noted that a quorum of the Board was present and the meeting was called to order at 3:02 p.m.
- DISCLOSURE OF CONFLICTS OF INTEREST:** President Samuels asked whether members of the Board had any conflicts of interest on matters coming before the Board. Director Samuels noted he has in the past purchased hay from the District contractor.
- APPROVAL OF AGENDA:** The agenda was approved as amended; adding "V.B. Discussion regarding construction at Smith Ranch"
- PREVIOUS MEETING MINUTES:** The minutes from the October 20, 2017 Board of Directors meeting were reviewed. Director Samuels moved to approve the minutes with the amendment that Director Lewis attended via telephone. Upon second by Director Lewis, a vote was taken and the motion carried unanimously.
- ENGINEERING REPORT:** Update Regarding 2018 Waterline Improvements Project:
Mr. Maglicic reported waterline plans are ready for 2018. Notice was published for the bids and pricing. The bids are going to be

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reviewed by the Board and will be presented and voted on at the April 27, 2018 meeting. Director Samuels outlined the cost of the project and inquired if the cost should be split over two (2) years and/or skip one (1) year? Or should the Board consider doing the project in one (1) year? Further information will be provided so the Board can determine the best course of action.

Irrigation – Construction (WBM) and Smith Ranch

The Board discussed Ruby Ranch and Smith Ranch irrigation. They are trying to determine if the flooding is part of the irrigation and/or the wetlands. The Board also discussed monitoring the lower K ditch water for possible flooding in Smith Meadows.

FINANCIAL/ADMINISTRATIVE ITEMS:

Ratification/Approval of Payments Made Between Meetings: Ms. Blair reviewed the list of payments made between Board meetings and current claims to be paid. After review, Director Sherwood moved to ratify the payment of the claims presented and approve the claims presented at today's meeting. Upon a second by Director Grady, a vote was taken and the motion passed unanimously.

Cash Position and Financial Statements: Ms. Blair reviewed with the Directors the District's Cash Position and Financial Statements dated February 15, 2018 and January 31, 2018 respectively.

Public Hearing to Amend the 2017 Budget: Ms. Blair reported that notice for the public hearing was published according to State Statute. At 3:55 p.m., Director Samuels moved to open the public hearing for the Amended 2017 Budget. Upon a second by Director Grady, a vote was taken and the motion passed unanimously. The Amended 2017 Budget was reviewed. Hearing no public comment, at 4:00 p.m., Director Samuels moved to close the public hearing. Upon a second by Director Grady, vote was taken and the motion carried unanimously. Director Samuels moved to approve the 2017 amended budgets and resolution for the Capital Projects Fund and the Water Utility Fund as presented. Upon a second by Director Lewis, a vote was taken and the motion carried unanimously.

DIRECTOR'S ITEMS:

Review and Accept 2017 Audit Exemption Application: Director Samuels moved that the Board approve the 2017 Audit Exemption Application. Upon a second by Director Grady, vote was taken and the motion carried unanimously.

Review Water Rate Study

Director Samuels reviewed the Water Rate Study and discussed with the Board the cost increase of maintenance of the old pipes

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and water usage. Upon discussion, Director Lewis moved to increase rates annually each tier five percent (5%) across all tiers for the next five (5) years effective immediately starting 1st quarter of 2018. Upon second by Director Olbright, vote was taken and motion carried.

Discussion Regarding Paving of Roads and Other Capital Improvements: Director Olbright discussed paving of roads and other capital improvements on Ruby Ranch. Director Olbright stated the projects may not be completed until 2027 due to the deficiency in funding. He explained to the Board funding delays with the projects could significantly increase the cost. The Board discussed options to raise additional funds to increase the timeline. The options discussed were to go to an election in the fall and the choices for capital funding discussed were; bonds, increasing the mill levy, quarterly fees, and/or commercial bank loan. Discussion took place regarding options for resident input to ensure resident desires are being met.

Smith Development Update: Director Olbright continues to be the liaison with the developer and Town during the development and reports to the Board periodically on its progress. Director Olbright reported the Blue River Apartments will be adding additional apartments along the Ruby Ranch Road. Director Olbright noted that the District should consider moving the Ruby Ranch gate access to a new location and placing mail service at the new gate. The Board discussed concerns regarding the growing population, walking paths, easements and access to the trails. Director Olbright spoke about the real estate values and they should be a higher value than the neighboring developments. He believes the community needs improvements such as fencing, security, road paving, branding, etc. Director Olbright would like to send surveys to the community with a list of priority improvements. His idea is to create working sub-committees to review the outcome from these surveys to have a report available to the Board at the next Annual meeting. Director Lewis commented they should also generate a 10-year comprehensive plan for the community.

MANAGER ITEMS:

Election Update: Ms. Blair reported to the Board nominations close on March 2, 2018. Director Grady advised the Board that he will not run again in 2018. Mr. John Rovick requested a self-nomination form to become a candidate for the Board.

OPERATORS ITEMS

Water System Report: Eric Kircher reviewed the report with the Board. He stated the water system is running well.

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**BARN, STABLE, AND MEADOW
ITEMS:**

2018 Haying Contract: Director Sherwood moved to authorize Director Samuels to negotiate the 2018 Haying Contract. Upon a second by Director Lewis, a vote was taken and the motion carried unanimously.

**STANDING COMMITTEE
REPORTS:**

Area Development Update: This was covered in the Smith Ranch discussion.

Architectural Control Committee: The committee reported the addition for the caretaker unit for Mr. Foster was completed.

OTHER BUSINESS

None presented.

ADJOURNMENT

There being no other business items to discuss, Director Olbright moved that the meeting be adjourned. Upon a second by Director Lewis, a vote was taken and the motion carried unanimously. The meeting was adjourned at 5:41 p.m.

Respectfully submitted,

Secretary for the Meeting