

RECORD OF PROCEEDINGS

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

ATTENDANCE: The regular meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, June 15, 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
Mat Sherwood, Secretary/Treasurer

Also in attendance were:

Glenn Morse
Joe Maglicic
David Robbins
Sue Blair
Angie Kelly
Marcos Pacheco
Tyler Myers
Janice Meinhold
John Drake
Linda Drake
David Radlauer
Marilyn Nadeau
Michael Good
Glenn Morse
David W. Robbins
John Rovick
Robyn Appleford
Chris G (via phone)

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: Director Sherwood moved approve the agenda as amended adding in sections [VII.G.] Ratify Forest Service Agreement for water pulled from

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Bootlegger Lake fighting Buffalo Fire Capp, [VII.H.] Easement and [XII.A.] Access by USFS to rebuild a bridge in the eagles nest wilderness. Upon second by Director Olbright, a vote was taken and motion carried unanimously.

**PREVIOUS
MEETING
MINUTES:**

The minutes from the April 27, 2018 and May 26, 2018 Board of Directors meetings were reviewed. Director Olbright moved to approve the minutes as tentative with final review from Director Samuels. Upon second by Director Sherwood, a vote was taken and the motion carried unanimously.

**ENGINEERING
REPORT:**

Update Regarding 2018 Waterline Improvements Project:

Mr. Maglicic reported to the Board the waterline improvement project will start the week of July 9th and only one (1) lane will be open during this time. The completion of the work is estimated to be within three (3) weeks of the start date.

Update Regarding Smith Ranch Development:

The final plat was approved for phase one (1) foundation pour from July 15-August 1, 2018. Xcel is in the process of finalizing their plans. Once Xcel finalizes their plans, Comcast will upgrade their lines at the commercial site. Director Olbright requested from Smith Ranch a monthly site visit on the development. Mr. Robbins stated that the District should negotiate fencing around the development in exchange for an easement to use the bridge.

**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 Olbright, a vote was taken and the motion carried unanimously.

Cash Position and Financial Statements: Ms. Blair reviewed with the Directors the District's Cash Position and Financial Statements dated May 31, 2018 and June 8, 2018 respectively.

**DIRECTORS'
ITEMS:**

A. Discussion Regarding Board Vacancy:

Messrs. Good and Myers have noted they are interested in filling the current vacancy on the Board. Director Lewis discussed the requirements of appointing a qualified individual to the vacant seat. Director Lewis also noted that he would like to delay the appointment of the vacancy until after the annual homeowner's meeting in September 2018. After discussion amongst the Board

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members, Messrs. Good and Myers were asked to present their qualifications to the Board. At the conclusion of the presentations, Director Olbright moved to appoint Mr. Good to the current vacancy on the Board. Upon a second by Director Sherwood, a vote was taken and the motion carried with President Samuels voting against the appointment.

B. Review Timeline re November Election:

Ms. Blair discussed the timeline and deadlines if the Board wishes to move to a November Election

C. Ratify Forest Service Agreement:

Director Samuels would like the Board to ratify Emergency Facilities and the Land Use Agreement with the USFS. Director Olbright moved to ratify the Agreement. Upon second by Director Lewis, a vote was taken and the motion carried unanimously.

D. Capp Easement:

Mr. Robbins said that an easement has been given to allow onto Ruby Ranch Road as the old bridge would not support the propane trucks. The Town would like to access an easement for use to access a trail to the wilderness. There is no easement for Capps to use the bridge.

E. Hike Mesa Cortina Trail:

President Samuels reported to the Board that the three (3) log bridge on the Mesa Cortina Trail has been damaged. The United States Forest Service has scheduled a new bridge to be installed which will have no impact to the Ranch.

F. Volunteering Policy:

Director Lewis would like the Board to discuss at the August 2018 meeting the adoption of a policy for volunteers, including volunteer waivers.

G. Capital Improvements

Director Lewis reported that to move forward with the November election, the Board will need to hire a financial advisor, an engineer to propose necessary studies, borrowing capacity would need to be confirmed, a debt management policy would need to be adopted, reserve study's, and the District would have to go to public bid which will require preparation of RFPs.

Director Lewis stated he had met with Mr. Dolton and the ballot questions would have to be certified by September 7, 2018. Director Lewis also discussed the Colorado Open Records and that the Willow Brook Metropolitan District Board should have its own email domain from which the Willow Brook Metropolitan District business should be sent. President Samuels is going to follow up to acquire a domain.

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MANAGER ITEMS:

Discussion Regarding 2019 Budget Timeline/Proposed Amendment to 2018 Budget:

Ms. Blair reviewed the 2019 Budget Timeline and the Proposed Amendment to the 2018 Budget with the Board.

Adopt Resolution to Call November 2018 Election Independent Mail Ballot Election:

Director Olbright moved approval of as Election Resolution pending finalization. Upon a second by Director Sherwood, a vote was taken and motion carried unanimously.

Scheduling a Special Meeting:

Director Sherwood moved to approve a Special Board meeting on Friday, July 20, 2018 at 3:00 p.m. Upon a second by Director Lewis, a vote was taken and the motion carried unanimously.

OPERATOR'S ITEMS:

Water System Report:

Director Samuels reported to the Board that the repair of the leak between the Garnet to the tanks is fixed. Also, the normal monitoring, system check, reading, recordings, reporting, cleaning and minor maintenance on all water systems facilities are performed regularly.

The runoff control and pot hole repairs have begun.

Director Lewis would like to discuss with the Board at the August meeting authorizing CRS to send out water notices regarding water issues.

BARN, STABLE, AND MEADOW ITEMS:

Discuss/Authorization of Needed Repairs:

The Board reviewed and discussed the barn and stable repairs. Director Olbright moved to approve the proposal submitted by the Barn Committee for the repairs and maintenance listed below:

- Electrical System
 - The proposal for the electrical work is quoted at \$1,600.
- Fire Alarm System
 - The electrical cost for the fire alarm system is not included in the general electric system noted above. The committee will receive bids and present them to the Board at the next meeting.
- Hay Conveyor
 - In the process of getting quotes for general and safety repairs.
- General Repairs
 - Roof, siding, and gutters

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Upon a second by Director Sherwood, a vote was taken and the motion passed unanimously.

Mr. Morse reported he is trying to water the fields as much as possible. The upper triangle is looking good. Ditches are clean and running well. The Saw Mill ditch is leaking. Discussion ensued regarding lining the ditch with pool line or installing new pipe. Mr. Morse will be obtaining pricing for options and report back to the Board.

Mr. Rovich reported that the electrical system is bad. In the winter, bucket heaters are used and there needs to be enough circuits, big enough wires and power to support the load. Several old and damaged extension cords. The electrician is going on Monday to go through the whole system and report on what he feels we need. It will take several hours at \$65/hr. The electrician will also be checking the current state and recommend repairs to the fire alarm system. Director Olbright approved this expenditure. Upon second by Director Sherwood, a vote was taken and motion carried unanimously.

Mr. Rovich will price a new and used hay elevator, as well as obtain pricing to fix the existing conveyor.

Mr. Rovich is also getting prices for general repairs and some possible upgrades for siding, roof and gutters.

President Samuel's will provide a copy of the current lease and model to Director Olbright.

STANDING COMMITTEE REPORTS:

Area Development Updates and Architectural Control Committee:

Lot 22 sold; the property owners are in the process of preparing a request for variance to move the house uphill to the South. They are gathering letters of support from surrounding neighbors.

Stable Committee:

Director Olbright appointed Mr. Longhill and Mr. Rovick to the Barn and Stable Committee which appointments were confirmed by the Willow Brook Metropolitan District Board. All future meeting minutes will be provided to both Boards.

Director Olbright is working on an emergency plan in case of a fire that will be presented with recommendations to the Board for future operations.

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**OTHER
BUSINESS:**

Mr. Robbins addressed the Board thanking Mr. Drake for the fire mitigation efforts over the past years. Mr. Robbins will be contacting the Chief of the Forest Service for permission to do mechanical cleaning for the first 100' of wilderness.

Director Samuels has authorized access on his property to the United States Forest Service.

ADJOURNMENT

There being no other business items to discuss, Director Lewis moved that the meeting be adjourned. Upon a second by Director Sherwood, a vote was taken and the motion carried unanimously. The meeting was adjourned at 5:35p.m.

Respectfully submitted,

Secretary for the Meeting