

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, November 16, 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
Mat Sherwood, Secretary/Treasurer
Michael Good, Asst. Secretary
EJ Olbright, Asst. Secretary

Also in attendance were:

David W. Robbins
Sue Blair; CRS
Marcos Pacheco; CRS
Rebekah Barrington
John Drake via phone
Joe Maglicic
Ken Cremer via phone
Holly Adnan via phone
Chris McFadden via phone
Eric Kircher; Metro Services II, Inc

CALL TO ORDER: President Samuels noted that a quorum of the Board was present and the meeting was called to order at 3:00 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. Director Samuels also noted that he is opposed to both the waterline project and the road improvement project and therefore will not take the lead on either project.

APPROVAL OF AGENDA: The Board requested that an email discussion be added as item VII, E. The Board also requested that an item be added as discussion surrounding the budget for a survey under VI, D. It was also requested to add item 6F for the Audit Engagement Letter. The Board also added item V, B; Design Cost Proposals. Director Sherwood moved to approve the agenda as amended. Upon second by Director Olbright, a vote was taken and the motion carried unanimously.

RECORD OF PROCEEDINGS

PREVIOUS MEETING MINUTES:

The minutes from the August 17, 2018 and the September 4, 2018 Board of Directors Special meetings were reviewed. The Board requested that on page 3 of the August 17, 2018 minutes, the spelling of 'date' be corrected to 'gate'. The Board also requested that Radon Testing be removed from the September 4, 2018 minutes. Director Sherwood moved to approve the minutes as amended. Upon second by Director Olbright, a vote was taken and the motion carried with a majority vote; President Samuels abstained from the vote.

ENGINEERING REPORT:

Discussion Regarding 2018 Waterline Project: Director Olbright informed the Board that the starting point of the project is applying for an SRF Loan. Ms. Blair informed the Board of the status of the loan application and stated that with a newer submittal system, it will help expedite the application process. Director Sherwood added that he wants CRS to completely oversee the application/submittal process of the loan. Mr. Robbins asked that he be updated throughout the process of the loan. Director Olbright asked what the requirements of the loan will be. Ms. Blair answered by stating an engineering report will be needed. Mr. Maglicic added to Ms. Blair's comments by informing the Board that the requirements are fairly straight forward. Mr. Maglicic continued by telling the Board that plans and specifications will be required for the purpose of this loan. Director Olbright would like to hire Mr. Maglicic to have documents prepared by the December Board meeting. Director Olbright would also like to provide bid alternates that could provide a cost-savings if a homeowner happens to not be home, thus not requiring a temporary waterline. Ms. Blair would like to include a bid alternate that would allow for Davis Bacon wages, if required. Director Olbright moved that the Board accept items 1-4 of Mr. Maglicic's proposal, totaling \$19,600.00. Upon second by Director Sherwood, a vote was taken and the motion carried unanimously.

Design Cost Proposals: The Board asked Mr. Maglicic what the cost would be to draft an RFP for the project. Mr. Maglicic estimates that this would cost the District a few thousand dollars.

FINANCIAL AND MANAGEMENT ITEMS:

Ratification and Approval of Claims: Ms. Blair reviewed the list of payments to be ratified which were processed between Board meetings as well as the current claims to be approved at today's meeting. After review, Director Lewis moved to ratify the payment of the claims presented and approve the claims presented for payment. Upon a second by Director Sherwood, 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 dated November 12, 2018 and Financial Statements dated October 31, 2018. Director Lewis moved to accept the District's Cash Position and Financial Statements as presented. Upon a second by Director Sherwood, a vote was taken and the motion carried unanimously.

Conduct Public Hearing to Adopt 2019 Budget: Director Samuels moved that a public hearing be opened at 3:55 P.M. to adopt the 2019 budget. Upon a second

RECORD OF PROCEEDINGS

by Director Lewis, a vote was taken and the motion carried unanimously.

Public Comment: Michael Good asked for input on money that will be allocated for signage, recycled asphalt, and other items. Discussion ensued regarding how money will be allocated and spent. Members of the public voiced their concerns about the increases anticipated in the water fund. Mr. Drake asked if the funds, as budgeted, are appropriate. There were several questions surrounding the new mill levies and what resident's taxes will be in 2019. Director Lewis was able to outline how these new mill levies will affect homeowners.

There being no further comments from the public, Director Sherwood moved that the public hearing be closed at 4:32 P.M. Upon a second by Director Samuels, a vote was taken and the motion carried unanimously.

At the conclusion of the Public Hearing to Adopt the 2019 Budget, the Board directed CRS to revise the 2019 Preliminary Budget to reflect the maximum mill levy collection allowed in 2019, while deferring the road paving work to 2020. The adoption of the 2019 Budget will be tabled until the December 14, 2018 special meeting.

Review and Consider Adoption of Annual Administrative Resolution: Ms. Blair presented the Annual Administrative Resolution for 2019 to the Board. The Board requested that the meeting date in April be revised to April 26, 2019. Director Samuels moved that the Board adopt the Annual Administrative Resolution for 2019 as amended. Upon a second by Director Sherwood, a vote was taken and the motion carried unanimously.

Audit Engagement: Ms. Blair presented the Board with an Audit Engagement Letter from Schilling and Company. Director Lewis moved to approve the Audit Engagement Letter as presented. Upon a second by Director Good, a vote was taken and the motion carried unanimously.

DIRECTORS' ITEMS:

Discussion Regarding Cancellation of December 14, 2018 Regular Meeting: The December 14, 2018 meeting will not be cancelled.

Discussion Regarding SRF Application and Process: Ms. Blair will present a draft timeline to the Board at the December 14, 2018 meeting.

Adnan Payment Structure Due to Leak: Ms. Blair presented Holly Adnan's payment plan to the Board. Director Lewis moved to accept the payment plan as presented by Ms. Adnan. Upon a second by Director Olbright, a vote was taken and the motion carried unanimously.

OPERATOR'S ITEMS:

Water System Report: Mr. Kircher updated the Board on the current usage for the water system. It was noted that water use is down and is the lowest in this current month than it has been in the last 5 years.

RECORD OF PROCEEDINGS

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

Director Lewis addressed the Board and noted his concerns on the rehabilitation of the meadows. He would like to be methodical in approaching the meadows next season. He noted that he will report back to the Board, at a later date with his concerns and remedies related to said concerns. It was also noted that we have received a quote for irrigation services in the amount of \$15,000.

**STANDING
COMMITTEE
REPORTS:**

Area Development Updates: Director Olbright updated the Board that he will be working with the new community to obtain their plowing plan and will report back at a later date.

Architectural Control Committee: Mr. Robbins reported that the Johnson's are moving forward with their project. There was a question surrounding snow storage on their property and they have been advised that snow cannot be stored on the down-side of the walls. There was also an inquiry submitted to the committee regarding the stone wall at Lot 49. Mr. Robbins noted that the homeowner will be asked to move these stone walls back. The Homeowners at Lot 8 have asked about moving an irrigation ditch. The District may be able to accommodate this but a new easement would be needed.

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 5:19p.m.

Respectfully submitted,

Secretary for the Meeting