

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE WILLOW BROOK METROPOLITAN DISTRICT HELD DECEMBER 28, 2018

ATTENDANCE: The Special Meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, December 28, 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, Assistant Secretary
EJ Olbright, Assistant Secretary

Also in attendance were:

Sue Blair and Marcos Pacheco; Community Resource Services of Colorado, LLC (via teleconference)
Rebekah Barrington; property owner
John Drake; property owner
Eric Kircher; Metro Services
David Robbins; property owner
Joe Maglicic; Ten Mile Engineering
Chris McGadden; via telephone

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 inquired whether members of the Board had any conflicts of interest on matters coming before the Board. Director Samuels noted for the record that he has in the past purchased hay from the District's contractor. There were no further disclosures presented.

APPROVAL OF AGENDA: The Board reviewed the Agenda. Director Good moved to approve the agenda as presented. Upon second by Director Sherwood, and vote, the motion carried unanimously.

2019 WATERLINE PROJECT The Board reviewed the contract documents for the 2019 Waterline Project. Discussion ensued regarding the timing for bidding and consideration towards a bid opening of January 24, 2019 at 3:00 to be held at The Gate House; 524 Ruby Road, Silverthorne, CO.

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Ms. Blair discussed direction received from the District's attorney related to supplemental insurance conditions. Further, Ms. Blair commented that the contract documents will be reviewed by CDPHE during the SRF loan process.

Director Good discussed the contract documents questioning working hours of 7:00 a.m. to 7:00 p.m. It was noted that 7:00 a.m. to 7:00 p.m. is the Summit County standard. Discussion ensued regarding Saturday work. It was noted that in previous years Saturday work has been permitted; however, Saturday is not a typical day of work, but if found necessary, the contractor may work on Saturday.

Discussion ensued regarding the window of opportunity for bidding and if the contract documents meet the SRF Loan requirements.

Discussion ensued regarding mountain working conditions and indicating so in the publication and requesting experience with waterlines with the contractor's prequalification process. It was noted that the bid opening would be held at Mr. Maglicic's office. Mr. Maglicic noted that he would hold a pre-bid meeting on January 11, 2019 to determine interested parties and to clarify and or address questions with addendums to the bid documents, as needed.

Discussion ensued regarding modifying the bid documents to contain an alternate related to traditional installation methodology vs. a pipe burst methodology of installation. Further, a paragraph was added to the contract documents related to contractors' providing a schedule with timeframes for each individual segment or driveway. It was noted that the District should work with property owners for true individual timeframes.

Mr. Maglicic noted that there were currently separate items for temporary utility and water service and traffic control. He noted that a cost saving could be achieved if these tasks were coordinated.

Mr. Robbins suggested that notice should be provided to property owners so that if they could arrange to be gone during construction affecting their properties, they could do so. Further, he suggested that the Lake Dillon Fire Department be contacted to inquire if a pumper can access homes.

Director Olbright suggested that a logistics narrative and schedule be developed for each area, and be discussed at the pre-bid meeting along with consideration of a site walk-through.

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Mr. Eric Kircher and Mr. Maglicic discussed receiving final requests for clarification and distribution of any addendums to bidders, by January 21, 2019, with bid opening to occur on January 24, 2019 at 3:00.

Upon motion duly made, seconded and unanimously carried, the contract documents were approved.

S.A. Miro Peer Review Contract - Discussion ensued regarding engagement of S.A. Miro to perform peer review of the contract documents. Following discussion, upon motion by Director Sherwood, seconded by Director Olbright, further discussion ensued by the Board.

Upon vote taken, the motion passed, with three Board Members voting in favor, one against, and Director Lewis abstaining. The peer review to be performed by S.A. Miro was approved.

Community Resource Services of Colorado, LLC ("CRS") Project Management - Discussion ensued regarding CRS or other entity providing project management/owner's representation. The Board discussed a community meeting in February to notify homeowners of the project. Following discussion, upon motion by Director Lewis, seconded by Director Sherwood, the Board determined to increase CRS' contract to 300 hours at \$130. per hour and determined that Mr. Pacheco along with Mr. Maglicic would perform project management/owner's representation duties.

Hough Property Easement - It was noted that the May 20, 1981 recorded subject Easement document was acquired by Michael Good. Mr. Maglicic discussed staking of the Easement at a cost of \$1,200 to \$1,500, noting that it would be money well spent. Mr. Maglicic noted he would add this scope to his contract, also noting that RangeWest performs work on an hourly basis with no travel time included, if in Summit County.

Ten Mile Engineering Contract - Discussion ensued regarding approval of the engineering contract with Ten Mile Engineering.

Following discussion, upon motion by Director Lewis, seconded by Director Samuels, the engineering contract between the District and Ten Mile Engineering was unanimously approved.

Financing - Discussion ensued regarding capturing and capitalizing out-of-pocket expenses attributed to the project with the anticipated financing.

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**DIRECTORS'
ITEMS**

Scheduling of Monthly Board Meetings – The Board discussed scheduling monthly meetings with consultants attending in person for even numbered months, and by conference call (or video) for odd numbered months. The Board determined to schedule a Work Session for February 6, 2019 at 3:00 p.m. and a Special Meeting for February 15, 2019 at 3:30 p.m., to be held at the regular meeting location.

**OTHER
BUSINESS**

Director Samuels noted that he would draft a letter requesting comments from the Board, that will be sent to RR General John Drake and David Robbins regarding the mill levies imposed in 2019.

ADJOURNMENT

There being no other business to come before the Board, the meeting was adjourned at 4:48 p.m.

Respectfully submitted,

Secretary for the Meeting