

RECORD OF PROCEEDINGS

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
WILLOW BROOK METROPOLITAN DISTRICT
HELD
April 26, 2019**

ATTENDANCE: The regular meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, April 26, 2019 at 3:30 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 (via conference call)
Mat Sherwood, Secretary/Treasurer (via conference call)
Michael Good, Assistant Secretary
EJ Olbright, Assistant Secretary

Also in attendance were:

Sue Blair and Marcos Pacheco; Community Resource Services of Colorado, LLC
David Robbins, Esq; property owner and President of HOA
Joe Maglicic; Ten Mile Engineering
Jon Rovick, property owner
Holly Adnan, property owner
Chris McGadden, property owner
Ken Cremer, property owner
John Drake, property owner (via conference call)
Carl and Erica Oppendahl, property owner
Rebekah Barrington, property owner

CALL TO ORDER: President Samuels noted that a quorum of the Board was present and the meeting was called to order at 4:10 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. Director Samuels also noted that he would not be taking the lead on the District's road project. There were no further disclosures presented.

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

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MINUTES:

The Board reviewed the Minutes of the February 15, 2019 Regular Meeting as well as the April 5, 2019 and April 12, 2019 Special Meetings. President Samuels moved to approve the minutes of the meetings as presented. Upon second by Director Good, a vote was taken and the motion carried unanimously.

CONSTRUCTION ITEMS:

Discussion of Installation of Cisterns for Fire Suppression. During the HOA meeting, a plan was presented that would allow the Willow Brook Metropolitan District to purchase and install fire suppression cisterns with the assistance of a grant from Summit County. Ms. Blair began the discussion by presenting the Board with a multi-year cash position schedule. She noted how these numbers were figured using standard calculations that include an annual increase equal to the Consumer Price Index. Director Lewis noted his concerns with the overall cost of the project as well as the money that would be an expense to the District until such time that reimbursement is received from Summit County. He is concerned that the District would not have sufficient cash flow to fund this project while waiting for reimbursement from the grant. Discussion ensued amongst all attendees about different funding options that could be explored in an effort to alleviate the financial strain on the District. Following discussion, Director Olbright moved that the Board authorize the committee to continue working on the grant process and allow the committee to submit the grant application to Summit County; this would not authorize any expenditure by the District. Director Sherwood seconded the motion. Director Good noted his concerns that the installation of these cisterns could result in further issues related to zoning and permitting. After a vote, the motion did not pass with President Samuels, Director Lewis, and Director Good voting no.

Waterline Update.

- Loan Closing – Ms. Blair updated the Board and informed them that the Power Authority voted to approve the funding and all proper documents were signed by both the authorized Willow Brook Metropolitan District Directors and the Power Authority representatives.
- Review and Consider Approval of Contract with RKR Construction – Director Olbright moved to approve the contract with RKR construction. Upon second by President Samuels, a vote was taken and the motion carried unanimously.

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- Review and Consider Approval of Notice to Proceed – Director Olbright moved to approve the Notice to Proceed. Upon second by Director Sherwood, a vote was taken and the motion carried unanimously.
- Updated Phasing – Ms. Blair presented the updated construction phasing schedule to the Board. Director Olbright moved to approve the updated phasing schedule as presented. Upon second by President Samuels, a vote was taken and the motion carried unanimously.
- Ten Mile Engineering Contract – The contract with Ten Mile Engineering was discussed with the Board. Director Good noted some concerns with changes from the original draft. Director Olbright moved to approve the contract with Ten Mile Engineering as presented. Upon second by President Samuels, a vote was taken and the motion carried with a majority vote. Director Lewis abstained from the vote and Director Good voted no.
- President Samuels discussed the communication plan during the Waterline Replacement Project. Carl Oppedhal volunteered to assist the District and CRS in the communication efforts for the entirety of the project.

FINANCIAL/ ADMINISTRATIVE ITEMS:

Consider Approval and Ratification of Claims. Ms. Blair presented the Board with claims to be ratified represented by check nos. 5639 – 5647, totaling \$33,932.56 and current claims to be approved represented by check nos. 5648 – 5654 totaling \$28,643.55. President Samuels moved that the Board ratify and approve the claims as presented. Upon second by Director Good, a vote was taken and the motion carried unanimously.

Cash Position. Ms. Blair presented the District's cash position to the Board. President Samuels moved to accept the District's cash position as presented. Upon second by Director Sherwood, a vote was taken and the motion carried unanimously.

Special Meeting in May. Ms. Blair asked the Board if a Special Meeting would be suitable for everyone's schedule on May 17, 2019. The Board agreed to this date and CRS will schedule the meeting accordingly.

DIRECTORS' ITEMS:

Smith Development Update. Director Olbright addressed the Board and updated them on the status of the Smith Ranch Development. Currently all homes in phase one have been sold. The development has hired a realtor which has aided in the sale of these homes. It appears that the landscaping has been neglected by the Town of

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Silverthorne so Director Olbright has made contact with the County in order to have this issue addressed.

Update re: Moving Fencing. President Samuels updated on moving the fencing. Due to the amount of snow that is still on the ground, we do not know what all needs to be done, however, Mary Francis will let communicate with President Samuels as the snow melts. President Samuels also noted that the District will cover the costs of moving this fence.

Review and Approve Easement – Wcislak. Mr. David Robbins updated the Board on the specifics of this particular easement and the purpose of needing it. After discussion, Director Olbright moved to approve the easement as presented. Upon second by President Samuels, a vote was taken and the motion carried unanimously.

OPERATOR'S ITEMS:

Water System Report. Mr. Kircher was not in attendance, however, President Samuels reported that he had spoken with Mr. Kircher and everything was going well.

Review and Consider Approval of Contracts with Metro Services. Discussion of this item will be tabled until the May 17, 2019 meeting.

BARN, STABLE AND MEADOW ITEMS:

Barn/Stable Committee Update. Director Olbright moved that the Board approve a contract for Meadow Management in an amount not to exceed \$4,000.00. Upon second by President Samuels, a vote was taken and the motion carried unanimously.

2019 Haying Contract. Director Olbright moved that the District approve the haying contract with Mike Bohrer as presented. Director Sherwood seconded the motion. Discussion ensued and Director Good stated that Mary Frances should have the right to graze Tract C, as she has done in prior years, because the hay meadows are for homeowners to graze their horses. After discussion, a vote was taken and the motion carried unanimously.

STANDING COMMITTEE REPORTS:

Area Development Updates. Director Olbright provided an update

Architectural Control Committee. Nothing to report

OTHER BUSINESS

Insurance Claim Report. Mr. Pacheco informed the Board that the insurance claim for water damage to the gatehouse has been approved and the contractor has been advised to move forward with the needed repairs.

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ADJOURNMENT

There being no other business to come before the Board, the meeting was adjourned at 6:24 p.m.

Respectfully submitted,

Secretary for the Meeting

DRAFT