

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE WILLOW BROOK METROPOLITAN DISTRICT HELD JUNE 21, 2019

ATTENDANCE: The regular meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, June 21, 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 (via telephone)
Randy Lewis, Vice President
Mat Sherwood, Secretary/Treasurer (via telephone)
Michael Good, Assistant Secretary
EJ Olbright, Assistant Secretary

Also in attendance were:

Sue Blair, Community Resource Services of Colorado, LLC
Marcos Pacheco, Community Resource Services of Colorado, LLC
Joe Maglicic, Ten Mile Engineering
Eric Kircher, Metro Services
David Robbins, Esq, property owner and President of HOA
Jon Rovick, property owner
David Radlauer, property owner
Rebekah Barrington, property owner
Steve Johnson, property owner
Mark Nadeau, property owner
John and Linda Drake, property owners

CALL TO ORDER: Vice President Lewis called the meeting to order, noting that a quorum of the Board was present and the meeting was called to order at 3:48p.m.

RESIGNATION Director Good moved that the Board accept the resignation of President Don Samuels. Upon a second by Director Olbright, a vote was taken and the motion carried unanimously. The Board thanked Don Samuels for his years of service as a Board member of the District. David Robbins, on behalf of the Owners' Association, also thanked Mr. Samuels for his years of service to the community. Mr. Samuels then left the meeting.

DISCLOSURE OF Director Lewis inquired whether members of the Board had any

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CONFLICTS OF INTEREST: conflicts of interest on matters coming before the Board. There were no disclosures presented.

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

MINUTES: The Board reviewed the Minutes of the May 17, 2019 special meeting. Following discussion, and upon motion duly made by Director Sherwood and seconded by Director Olbright, vote was taken and motion carried unanimously and the May 17, 2019 Minutes were approved as amended to note that Rob Sister is not a homeowner, the chair of the meeting was handed over to Director Lewis and to add the full context of a recommendation made by David Radlauer to the Board, upon which a formal motion was made. John Drake will provide that verbiage to Ms. Blair for insertion into said minutes.

CAPITAL PROJECTS: Update Regarding 2019 Water System Improvement Project: Director Olbright asked Joe Maglicic to update the Board on the water system project. Mr. Maglicic stated to the Board that there are no major issues with Topaz with the exception of the new road base which will be completed at a later date. On Chickadee, the temporary water went in and they started the bursting process. There are issues with the bursting and the rods of the machine weren't able to effectively pass through the existing pipe. They brought out a camera to scope the lines and were unsuccessful feeding it through. At this point, they have changed from bursting the pipe to conventional digging. They will dig as far as Mr. Robbins house and then begin backfilling. The current phase should be done in the next week and an update to the community will be provided once finished. Currently, work is running about 2 weeks behind schedule.

Director Olbright added that there are some areas because of their location where they needed to dig, when the dirt is replaced, the grade will automatically be fixed.

Director Olbright also told the Board that Joe Maglicic will be supplying a recommendation for use of recycled asphalt vs. class 6 gravel and he will also make a recommendation on speed control.

Director Lewis noted his concern with Director Olbright making the decision to regrade the barn outside of Board involvement.

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Director Olbright apologized and updated the Board on what is taking place. David Radlauer recommended that they save the organics and use them properly for the regrading.

Director Good asked about all the water by the Fosters and if there was an issue. Mr. Olbright commented it is runoff.

OPERATIONS:

Ratification of 2019 Equestrian Contract: Director Olbright moved that the Board ratify the Equestrian Contract. Upon a second by Director Good, a vote was taken and the motion carried unanimously.

2019 Irrigation Contract: Rebekah Barrington spoke about her recommendation of Rich Alquist to perform ditch maintenance in 2019, and requested that the District hire and pay him. John Rovick updated the Board on the current irrigation. The Ruth Ditch is up and running and it is easy to keep it operating. The Saw Mill is also up and running. There is a lot of down timber in the ditch and it is creating issues. The Buffalo Ditch has not opened yet and Tracts H and C irrigation is starting now. Most of the water has been running towards Tract A. He wanted to let the Board know that if anyone has any issues, they can only talk to John and Becky Rovick. Director Olbright moved that the Board approve the hire of Rich Alquist and authorized Director Lewis to negotiate the contract. Upon a second by Director Good, a vote was taken and the motion carried unanimously.

The Board had a discussion about committee items, fencing and updates. Director Sherwood moved that the Board approve to fix the hay elevator for \$500.00. Director Good stated that he was told that even if the hay elevator was repaired it was not safe. Also, there is an outfit in Denver that could replace it. After discussion, the motion died for lack of a second and Director Olbright withdrew the motion.

The Board talked about the irrigation management plan and that it is currently being updated. The USDA, NRCS and the Soil Conservation Service are assisting in this process for free.

Removal / Replacement of Culvert Outside of Gate House: Director Olbright reported to the Board that most culverts are about 40+ years old and most of the bottoms of them are rusted out. He requested that Mr. Maglicic create an inventory of their current culverts. It was noted that to replace the culvert in front of the Gate

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House the cost estimate is \$21,000 and it is not covered in the SRF loan funds. Mr. Maglicic will return to the Board with a recommendation as how to replace these and provide an option to cross the road, draining into the willows. This could be included in the paving project potentially. Any other culverts that are included will be noted by Mr. Maglicic.

FINANCIAL/ ADMINISTRATIVE ITEMS:

Approval of Ratification and Approval of Claims: Director Good moved that the Board approve the ratification of Ck. Nos. 5656 – 5661 totaling in \$40,680.67 and approve the current claims of Ck. Nos 5662 – 5666 totaling in \$27,443.32 and auto payments totaling \$1,474.54. Upon a second by Director Olbright, a vote was taken and the motion carried unanimously.

Review Cash Position Dated June 14, 2019: Ms. Blair reviewed with the Board.

Review of the Unaudited Financial Statement for Periods Ending May 31, 2019: Ms. Blair reviewed with the Board.

Acceptance of the 2018 Audit Update: Ms. Blair reviewed the 2018 audit with the Board, stating that no changes had been made since the initial copy that was provided to the Board in March. Director Good moved that the Board accept the 2018 audit. Upon a second by Director Olbright, a vote was taken and the motion carried unanimously.

Approve the Requisition for Reimbursement Under the SRF Loan: Ms. Blair reviewed the draft requisition for the Board and reported that she would also add the 1st pay request received this afternoon from RKR. The complete Requisition will be provided to the Board for information only. Upon motion made, duly seconded, and unanimously carried, the Board approved the submittal of the Requisition to CDPHE.

OPERATOR'S ITEMS

Water System Report: Mr. Kircher reported to the Board that everything is looking good and they are looking forward to replacing the plumbing on Well 2.

Proposal Inland Potable Services to Clean Out Sediment in Wells: Director Olbright moved that the Board ratify approval of the proposal with Inland Potable Services. Upon a second by Director Sherwood, a vote was taken and the motion carried unanimously.

Repiping Proposal from Vowel Plumbing: Director Olbright moved

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that the Board ratify approval of the proposal from Vowel Plumbing. Upon a second by Director Sherwood, a vote was taken and the motion carried unanimously.

OTHER BUSINESS

Gate House Remodel Update: John Rovick reported he has been extremely busy and has not been able to work on the Gate House remodel.

Review Look-Ahead Schedule: Ms. Blair reviewed the look-ahead schedule with the Board, noting that the annual maintenance items were included at the bottom of the schedule.

Review/Assign Tasks: CRS can submit water reports to water commissioner and update phone numbers. David Robbins reported that Don Samuels has a program that will help. CRS will request the program and information from him.

Update on Fence Replacement: Director Olbright reported that he received a bid from Strategic Fence: Option 1 \$8,670 or Option 2 (pressure treated rails) \$10,200 to move the fence 20' back on the Alquist's property. The Board requested that Mr. Kircher go look at the fence and make a recommendation to the Board.

Request from Richard Bennum re Shelter for Utility Boxes: Director Olbright will meet with Eric Kircher and will report back to the Board with their findings.

RFP Process and Review – Water Operator, Winter and Summer Roadwork: Director Lewis would like everyone to review before the next meeting. Eric Kircher recommended that everyone who wants to bid the project will need to have proper equipment for the job. Director Olbright will meet with Eric to develop an equipment list. Ms. Blair was directed to organize a work session around July 1st to further discuss the RFP.

Discuss Draft Snow Plowing Regulation: Ms. Blair drafted a snow removal policy based on information from the Summit County regulations. Mr. Kircher stated that he has additional language that he will provide to Ms. Blair for insertion into the draft regulation. The item was tabled to the July meeting of the Board.

Election Discussion: May Directors' Election and Mill Levy Increase for Capital Improvements: Ms. Blair advised the Board that there are two opportunities in the near future to vote an additional mill

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levy increase to fund capital improvements- November 2019 and May 2020. Director Lewis added that they will most likely need a mill levy increase to cover capital improvements. He further stated that he personally doesn't want to go to an election in May and November; he would prefer conducting a combined election in May 2020. Director Olbright shared his concern that if the Board waits until May of 2020, capital projects would not be funded until 2021 using property tax revenue. After discussion, the Board requested that Ms. Blair notify Summit County that the District may proceed with an independent mail ballot election in November 2019.

Extra Trash Pickup Over July 4th Holiday: Director Good spoke to the Board. His major focus is the trash overflow. They will need an extra pickup on Tuesday and then on Saturday (or on Friday as a second option). The Board agreed and Mr. Pacheco will contact Waste Management.

Consideration to Keep Gate Open: Director Good spoke about the large amount of traffic through the gate due to the construction. He asked if the gate should stay open or set for a specific amount of time. He offered to open and close the gate on a daily basis. Director Good will work with John Drake and they will coordinate preparing correspondence to the community regarding the gate.

Consideration for Additional Meeting Protocols: This item was tabled until the work session to be scheduled in early July.

**NEWLY
APPOINTED
DIRECTOR**

Administer Oath of Office and Execute Certificate of Appointment: Director Lewis stated that he invited Steve Johnson to the meeting as he believes Mr. Johnson would be a great asset to the Board due to his extensive financial background. Mr. Johnson introduced himself to the Board and provided employment background information, along with his vision for the Ranch. After discussion, Director Olbright moved that the Board appoint Mr. Johnson to the Board to serve the balance of Don Samuel's term of office. Upon second by Director Lewis, vote was taken and motion carried unanimously.

Ms. Blair administered Mr. Johnson's Oath and Office and had his Certificate of Appointment executed by Director Lewis. Said Oath and Certificate will be filed with the District Court of Summit County, Colorado in accordance with statute.

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Election of Officers:

Director Olbright nominated the following Directors for the offices identified:

Randy Lewis as President
Mat Sherwood as Vice President
Michael Good as Secretary
Steve Johnson as Treasurer

Upon second by Director Good, vote was taken and motion carried unanimously.

Director Lewis then nominated Director Olbright to the office of Vice President. Upon second by Director Good, vote was taken and motion carried unanimously.

ADJOURNMENT

There being no other business to come before the Board, Director Good moved to adjourn the meeting. Upon second by Director Olbright, a vote was taken and the motion carried unanimously. The meeting was adjourned at 6:12 p.m.

Respectfully submitted,

Secretary for the Meeting