

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE WILLOW BROOK METROPOLITAN DISTRICT HELD SEPTEMBER 27, 2019

ATTENDANCE: The special meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, September 27, 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:

Randy Lewis, President
EJ Olbright, Vice President
Mat Sherwood, Vice President
Michael Good, Secretary
Steve Johnson, Treasurer

Also in attendance were:

Sue Blair and Marcos Pacheco: Community Resource Services of Colorado, LLC
David Robbins, Esq, property owner and President of RROA (via telephone)
Eric Kircher, Metro Services
John Drake, property owner
Ken Cramer, property owner
Jon Rovick, property owner

CALL TO ORDER: Director Lewis called the meeting to order, noting that a quorum of the Board was present and the meeting was called to order at 3:32p.m.

DISCLOSURE OF CONFLICTS OF INTEREST: President Lewis inquired whether members of the Board had any conflicts of interest on matters coming before the Board. There were no disclosures presented.

PUBLIC COMMENT There was none.

APPROVAL OF AGENDA: Upon motion duly made, seconded and unanimously carried, the agenda was approved.

MINUTES: The Board reviewed the Minutes of the August 16 and September 7, 2019 Meetings. Following discussion, and upon motion duly made by Director Sherwood and seconded by Director Johnson, vote was taken and motion carried unanimously and the August 16,

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2019 and September 7, 2019 Minutes were approved as presented.

CAPTIAL PROJECTS

Waterline Project: Joe Maglicic updated the Board of the status of the project. The project is mostly completed and RKR is focusing on the punch list items. The punch list items should be completed within the next 2 weeks. The Board requested that Carl Oppedahl circulate one more punch list request to the community, to identify new items only. As-built drawings are almost completed. The entire system will be supplied electronically to CRS for the District's records. Next week, they will be working to locate valves and curb stops using GPS. There will be one final payment request from RKR by the next Board meeting and the Board is still on track with the contract amount. Also, the grading of the barn will be completed by next week.

Discuss RFP for Engineering Design Work – Water Storage Options: Ms. Blair spoke about the RFP to the Board. John Drake added that he has had several questions answered and provided a handout to the Board with suggestions for additions to the RFP. He noted that there has been no push back from the County and he is expecting they will grant an extension. Ms. Blair will complete the RFP over the weekend with the intent of sending it out on Monday, September 30.

OPERATIONS

Director Olbright commented that he would like to get Well 1 done after the completion of Well 2 and asked the Board if there was any money available in the budget. Ms. Blair noted that there is sufficient monies budgeted to complete Well 1 repairs in 2019. Upon motion duly made, seconded and unanimously carried, the Board approved Well 1 repair and expenditure.

The hydrant by the pump station will need to be repaired at an estimated cost of \$5,000. The repair will be completed by next week.

Consider Ratification of Strategic Fence & Wall Co., Order of a New Circuit Board: Director Sherwood moved that the Board ratify approval of the expenditure. Upon a second by Director Olbright, a vote was taken and the motion carried unanimously.

Consider Approval of Services Agreement with Water Solutions, Inc: The Board reviewed the agreement with Water Solutions, Inc. to serve as the District's water operator. Mr. Kircher recommended that shadowing occur before the snow gets too deep, and then again in the spring. Director Sherwood moved that

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the Board approve the contract pending final review and revision. Upon a second by Director Good, a vote was taken and the motion carried unanimously.

Mr. Kircher noted that everything is functioning well and is ready for winter. He reported that a bleeder line is still necessary at the booster because the 4-inch ductile freezes. There is a bleeder line in place right now and bleeds a quarter per minute and prevents freezing. Director Olbright asked Mr. Kircher if there was anything that needs to be done that hasn't been. He stated in the future, he would like to investigate getting rid of the phone lines and replace them with a better option. There are many advantages to upgrading the communication system. In terms of the roads, they are still a mess because of the project. Once vehicles are gone from the construction, he will fix what needs to be after RKR is finished with their work. He also added that the markers still need to be placed for winter road work.

FINANCIAL/ ADMINISTRATIVE ITEMS:

Approval and Ratification and Approval of Claims: Ms. Blair reviewed the claims with the Board. Director Olbright asked for a copy of the title work and memo from Mr. Dalton. CRS will provide a copy of this. Director Olbright spoke about the Kurtz's property and their easement. There is a possibility of there being an open space in that area. Director Good moved that the Board approve current claims represented by check nos. 5692 - 5698 totaling \$21,601.61. Upon a second by Director Sherwood, a vote was taken and the motion carried unanimously.

Review Financial Statements for the Period Ending August 31, 2019 and Cash Position Dated September 10, 2019: Ms. Blair reviewed the financial statements and cash position with the Board.

Review Draft 2020 Budget: Ms. Blair reviewed this item with the Board following an extensive discussion. She noted that if there are any questions or concerns with the 2020 budget, please get them to CRS. Director Olbright stated that once future capital projects are identified that the Board be presented a 3-year projection. In addition, he would like to see a useful life study performed on assets of the District by an engineering firm. Ken Cramer asked questions surrounding the refunding of reserves. Director Lewis requested a line item be added for a reserve study. Ms. Blair estimates it will cost \$10-20k.

RROA Budget Requests: Director Olbright spoke to the Board about

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ideas for meadow, ditches and haying work to be performed next year. Information will be provided from the Soil Conservation District regarding the meadows and ditches. He would like to discuss a proposal with Mike Bohrer to develop a plan to bring back the meadows. John Rovick commented that there needs to be more work performed and currently they have only spent \$4k out of a \$12k budget. He would like to utilize remaining funds to do some additional maintenance on the meadows in preparation for next year. John Drake also added that the chipping project is going well.

Fencing Project: Director Lewis asked for an update in the Top Notch contract. Director Sherwood shared that today they would have completed the top wire pulling. Prior to that, they completed the wild life fencing for a large area and what's left is they have to redo under that area. As of yesterday, the total was \$32,812. The ranch boundaries are completed. Director Sherwood let the Board know he is planning on creating a punch list of items that they can use to complete the sections of fence as needed. Ms. Blair gave the Board some ideas on how to cover this cost overage on the fence. After discussion and upon a motion duly made, seconded and, upon vote, unanimously carried, the Board approved to reallocate money within the current budget to cover this expenditure.

OPERATOR'S ITEMS

Water System Report: Mr. Kircher stated that he had no additional items to report to the Board.

OTHER BUSINESS

Gate House Remodel Update: There are some expenses that still need to be paid but the remodel is complete and looks great. The Board gives a big thanks to everyone that has helped and donated countless hours of work.

Barn Improvements Update: Director Olbright stated that the committee needs direction from the Board on what they want to do with the barn and the commercial aspect of it. He stated he has spoken with the County and the District is not allowed to have a commercial operation within the Ranch. David Robbins would like to ask Mr. Dalton to look at the County's requirements and provide a conclusion to the Board on what they can do with the barn and Tract K. The committee is frustrated because they don't have clear direction on how to move forward. Director Olbright will forward the correspondence to the Board and CRS. Director Good commented on the history of zoning of the District. Ken Cremer asked if selling of the hay violates the commercial issues. Director Olbright noted that they do not sell the hay, it's traded. John Rovick

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asked if the hay in the meadows is offered to residents first to which David Robbins answered yes, and then cited Article 7 as a reference in their covenants. Director Sherwood moved that the Board authorize Director Lewis and Director Olbright to work on a contract to improve irrigation. Upon a second by Director Johnson, a vote was taken and the motion carried unanimously.

Irrigation Update: There is no additional update at this time.

ADJOURNMENT

There being no other business to come before the Board, Director Sherwood moved to adjourn the meeting. Upon second by Director Lewis, a vote was taken and the motion carried unanimously. The meeting was adjourned.

Respectfully submitted,

Secretary for the Meeting