

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE WILLOW BROOK METROPOLITAN DISTRICT HELD JULY 22, 2022

**ATTENDANCE:**

The special meeting of the Board of Directors of the Willow Brook Metropolitan District was called and held on Friday, July 22, 2022 at 3:30 p.m. via teleconference and in person at The Gate House, 524 Ruby Road, Silverthorne, CO, in accordance with Colorado law. The following Directors were present and confirmed their qualification to serve on the Board:

EJ Olbright, President  
Mat Sherwood, Vice President  
Michael Good, Secretary  
Randy Lewis, Director  
Vacancy

Others identified in attendance:

Sue Blair, Marcos Pacheco, Mikkel Kelly; Community Resource Services of Colorado, LLC  
John Drake  
Don Samuels and Marina Larson  
David Robbins  
David Radlauer  
Jon Rovick  
Becky Tomasek  
Steve Johnson  
Jim Nielsen  
Steve Wherry  
Debby Metcalf

**CALL TO ORDER:**

Director Olbright noted that a quorum of the Board was present, and the meeting was called to order at 3:31 p.m.

**DISCLOSURE OF  
CONFLICTS OF  
INTEREST:**

Director Olbright inquired whether members of the Board had any conflicts of interest on matters coming before the Board to which there were none.

**PUBLIC COMMENT**

Don Samuels asked the Board if billing issues would be discussed.

**APPROVAL OF  
AGENDA:**

Director Sherwood moved that the Board approve the agenda as presented. Upon a second by Director Lewis, a vote was taken, and the motion carried unanimously.

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## MINUTES

Director Good stated that the road maintenance discusses looking into a contractor to do roads; however, his action item notes it would be done by Bob Wheeler. Also, he would like to specifically add that the stable issues relate directly to the sponsorship issue. Director Good moved to approve the amended minutes of the June 24, 2022 meeting. Upon second by Director Sherwood, vote was taken, and motion carried unanimously.

## PROJECT UPDATES

Fuel Reduction: Director Olbright gave an update on the USFS project and showed pictures of progress to the group.

Well Rehabilitation Update: Director Olbright updated the Board on the well project and noted that it was significantly over-budget. A permit was completed, as well as the easement. The District is now at the point it can move forward with the well. The cost of the well in would be \$106,820. Discussion took place with the Board about whether to move forward with the project or not. Input was given by several members. Director Lewis moved to approve the \$106,820 for the well project, funding this from the General Fund, and possibly using SRF funds. Upon a second by Director Sherwood, a vote was taken, and the motion carried unanimously.

Meter Installation: Director Olbright reported that the District may need to wait on meters due to the expenditure of the well rehabilitation. There was an extensive discussion with homeowners. Mr. Wherry asked if he could personally purchase the meter for his home. Others also noted interest in purchasing the meter. After discussion, the Board will be sending an email to owners asking if the owner wants to move forward with purchasing their own meter.

Interconnect Project: Director Olbright reported that the initial contractor has not finished the project and a replacement contractor is being brought in to complete the interconnect project. The Board noted they are doing their best to finish out this contract.

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## **RANCH MANAGER UPDATE**

Mr. Nielsen reported that things are going well. The grass is growing and there is a haying contract in place. He noted that he is very appreciative of the opportunity to serve as Ranch Manager.

## **ROAD MAINTENANCE**

Director Olbright reported that there may be a contractor next week available to perform road maintenance. Further updates will be made available.

## **WATER OPERATIONS UPDATE**

No report was available from the operator. Director Olbright noted that the SCADA system has been instrumental in identifying potential issues.

Billing Issues: Ms. Blair apologized to the Board for the 1<sup>st</sup> and 2<sup>nd</sup> quarter issues. There was a software issue that prevented the fees being included. Mr. Samuels and Ms. Larson commented that there are several concerned homeowners. They provided a letter stating their displeasure. Ms. Larson then was given the floor to discuss her concerns. She doesn't recall receiving a notice. She noted that there are questions surrounding the notice and it should be investigated. Further, she noted her concerns with the replenishing of the General Fund reserve fee. Ms. Larson suggested, given the poor communication, that the fees be paused until a legal opinion is received. Mr. Samuels Don then asked the intent of the fees and when it would expire. Director Lewis then answered his concern to which Mr. Samuels insisted that the Board must have a dollar figure in mind. There was extensive discussion surrounding the topic. The District will request a legal opinion from counsel.

## **EQUESTRAIN FACILITY BOARDING POLICY**

Director Lewis reported that the issue of sponsorship at the barn is being reviewed by legal counsel.

## **FINANCIALS**

Review and Approve Payables: Ms. Blair reviewed the claims presented for payment. Mr. Robbins extended a thanks to the District for purchasing insurance for the RROA. Director Lewis moved to approve the claims. Upon a second by Director Sherwood, a vote was taken, and the motion carried unanimously.

Review Cash Position Schedule: Ms. Blair reviewed the cash position dated July 19, 2022.

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Financial Statement Dated: Ms. Blair reviewed the District's financial statements for the period of June 30, 2022. Ms. Larson asked several questions and Ms. Blair answered her questions.

Accept 2021 Audit: Ms. Blair reviewed the 2021 audit with the Board. Director Lewis moved to accept the 2021 audit as presented, pending final review by counsel. Upon a second by Director Sherwood, a vote was taken, and the motion carried unanimously. Director Good pointed out that it is noted there are no employees, but we do have one. That will be changed.

Approve Term Sheet – InBank: Ms. Blair reported on this item and Director Lewis answered questions from the Board. Director Good moved to approve the term sheet from InBank. Upon a second by Director Olbright, a vote was taken, and the motion carried unanimously.

Election in November: Ms. Blair reported on the draft timeline to conduct an independent election in November. At the August meeting, she will provide an election resolution and possible questions for Board consideration.

General Fund Property Tax Collections: Ms. Blair reported that legal counsel is reviewing this issue.

## OTHER BUSINESS

Approval of Communication Policy: Director Olbright began the discussion about this policy. Ms. Blair then outlined the highlights and content of the policy. Questions were then asked and answered. Edits were suggested. Director Lewis moved to approve the communication policy. Upon a second by Director Olbright, a vote was taken, and the motion carried unanimously.

August Special Board Meeting – August 19, 2022: Upon motion duly made, seconded and unanimously carried, the Board called a special board meeting for August 19, 2022.

Approve 2022 Haying Contract: Director Olbright reported that the contract has been executed. Director Lewis moved to ratify the 2022 haying contract. Upon a second by Director Sherwood, a vote was taken, and the motion carried unanimously.

Mr. Johnson commented on the people that built their new home and that the staging area wasn't dealt with. Director Olbright noted that a new culvert will need to be installed.

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## **ADJOURNMENT**

There being no further business to come before the Board, the meeting was adjourned at 5:02 p.m.

Respectfully submitted,

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Secretary for the Meeting

DRAFT