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# RECORD OF PROCEEDINGS

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## Minutes of the Board of Directors Joint Special Meeting of Headwaters Metropolitan District and Granby Ranch Metropolitan District Nos. 2 & 8 October 17, 2018

The Board of Directors Joint Special Meeting of the Headwaters Metropolitan District and Granby Ranch Metropolitan District Nos. 2 & 8 was held in the Ranch Hall at Granby Ranch, 998 Village Road, Town of Granby, Grand County, Colorado, in accordance with State law.

**Attendance** The following Directors were present and acting:

- Lance Badger
- Dustin Lombard (Headwaters Only)

Also in attendance were:

- Megan Murphy, White Bear Ankele Tanaka & Waldron (via phone)
- Eric Weaver, Marchetti & Weaver LLC (via phone)
- Kathy Lewensten, Recording Secretary (via phone)

### Call to Order and Declaration of Quorum

The Joint Meeting of the Boards of Directors of Headwaters Metropolitan District (HWMD) and Granby Ranch Metropolitan District Nos. 2 & 8 (GRMD Nos. 2 & 8) was called to order by Director Badger at 10:00 a.m. noting a quorum was present.

### Disclosure of Potential Conflicts of Interest

The Board reviewed the agenda for the meeting. The Board confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The Board noted, for the record, that these disclosures are restated at this time with the intent of fully complying with laws pertaining to potential conflicts. Additionally, the Board determined that participation by the directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

### Consideration of Agenda

Ms. Murphy requested addition of several items under legal for Headwaters Metro District (HWMD) to consider approval of: Independent Contractor Agreement with ATH Specialties & Sales Inc., First Amendment to IGA with SolVista Metro District Regarding Maintenance of Mountain Side Road, and Road Maintenance Agreement with Granby Ranch Conservancy Inc.

**Minutes** Upon motions duly made and seconded, it was unanimously

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**RESOLVED** by HWMD to approve the May 24, 2018 and June 28, 2018 Minutes, and

**FURTHER RESOLVED** by GR Nos 2 & 8 to approve the March 22, 2018 minutes.

### Management/Operations

**Roadway Project Filing 10** – Director Badger reported after issuing a bid packet and receiving responses a decision was made to defer awarding a contract for the Filing 10 road work in 2018. He is expecting an engineering report which includes other roadways. A new bid package will then be prepared for early January which includes the larger scope of work. It is anticipated a contract will then be awarded in early 2019 with the work performed over the summer. The District will need developer funding to pay for the portions of the work not covered by the escrow account for filing 10.

**RFP for Amenities Management:** Director Badger stated an RFP was issued, however there has been no response. He would like to extend the RFP deadline to April 15, 2019. With the current marketing and potential sale of Granby Ranch it is hard to say how that is viewed by potential respondents. It is hoped extending the deadline would encourage response. Upon motion duly made and seconded, it was unanimously

**RESOLVED** by HWMD to extend the deadline of the RFP for Amenities Management to April 15, 2019.

**Engineering Contracts:** Director Badger requested ratification of the extension of the scope of services for Kumar & Associates and Matrix Design Group related to the roadway project discussion earlier. Upon motion duly made and seconded, it was unanimously

**RESOLVED** by HWMD to ratify the extended scope of services for Kumar & Associates and Matrix Design Group.

**Exclusion Hearing** Director Badger opened the public hearings for the exclusion of Lot 31, Granby Ranch Filing No. 1, First Administrative Plat out of Headwaters Metro District (HWMD). Ms. Murphy noted no objections had been received. The public hearing was closed. Upon motion duly made and seconded, it was unanimously

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Headwaters Metropolitan District and Granby Ranch Metropolitan District Nos. 2 & 8  
October 17, 2018 Meeting Minutes

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**RESOLVED** by HWMD to accept the petition for exclusion and approve the Resolution and Order for Exclusion of Property – Lot 31, Granby Ranch Filing No. 1, First Administrative Plat.

## Legal

**2019 Joint Annual Administrative Resolution:** Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve the 2019 Joint Annual Administrative Resolution (HWMD, GRMD 2, GRMD 8).

**WBA Engagement letters:** Ms. Murphy referred to the engagement letters from her office that had been included in the packet. She explained the revisions included hourly rates which have been updated, an arbitration clause was added and a notification that the Districts will be included in the representative client listing for WBA. Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve the engagement letters with White Bear Ankele Tanaka and Waldron (HWMD, GRMD 2, GRMD 8).

**South Road Agreement:** Director Badger reported ongoing dialogue concerning the South Road Agreement between several parties including HWMD noting there is no action necessary at this time.

**ATH Specialties & Sales:** Upon motion duly made and seconded, it was unanimously

**RESOLVED** by HWMD to authorize Director Badger to execute an agreement with ATH Specialties & Sales for snowplowing services at the access to the medical center, subject to final legal review.

**Kremmling Memorial Hospital District (KMHD) Notice:** Director Badger explained HWMD provides a notice to KMHD each year which requests funding for the road work related to the roadway by the medical facility. KMHD is responsible for the actual costs of the roadway work performed but funds are requested in advance based on budget, with reconciliation at the end of the year. Upon motion duly made and seconded, it was unanimously

**RESOLVED** to authorize Director Badger to provide the annual notice to Kremmling Memorial Hospital District.

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October 17, 2018 Meeting Minutes

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**First Amendment to IGA with SVMD regarding Maintenance of Mountain Side Rd:** Director Badger explained that with GRC handling the roadway maintenance, SVMD is already funding a portion through the property owner assessments paid to GRC. The amendment suspends the \$3,500 payment from SVMD to HWMD until the services are returned to HWMD. Upon motion duly made and seconded, it was unanimously

**RESOLVED** by HWMD to approve the First Amendment to the IGA with SVMD regarding Maintenance of Mountain Side Rd., subject to final legal review.

**Road Maintenance Agreement with Granby Ranch Conservancy:** GRC will continue performing the duties related to road operations and maintenance for 2019. Upon motion duly made and seconded, it was unanimously

**RESOLVED** by HWMD to approve the 2019 Road Maintenance Agreement with Granby Ranch Conservancy, subject to final legal review.

## **Financial Statements**

Mr. Weaver presented the preliminary September 2018 financial statements which included the 2019 budgets. Upon motion duly made and seconded it was unanimously

**RESOLVED** to accept the preliminary September 2018 financial statements.

## **2019 Budget – HWMD**

The public hearing for the 2019 HWMD budget was opened. Mr. Weaver reviewed the revenues and expenditures. Director Badger requested an additional expenditure of \$10,000 for a November 2019 TABOR election. The public hearing was closed. Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve the resolution to adopt the 2019 Headwaters Metro District budget as revised, to set the mill levy rates, and to appropriate funds subject to receipt of the final assessed valuation as discussed.

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### 2019 Budgets

#### GR Nos. 2 & 8

The public hearings for the 2019 GR Nos. 2 and 8 budgets were opened. GRMD No. 2's mill levy will remain at 50 mills. GRMD No. 8's mill levy needs to be aligned with the Granby Ranch MD operations mill levy. The public hearings were closed. Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve the resolution to adopt the 2019 Granby Ranch Metro District No. 2 budget, to set the mill levy rates, and to appropriate funds subject to receipt of the final assessed valuation, and

**FURTHER RESOLVED** to approve the resolution to adopt the 2019 Granby Ranch Metro District No. 8 budget, to set the mill levy rates to align with that of Granby Ranch Metropolitan District for operations, and to appropriate funds subject to receipt of the final assessed valuation and GRMD mill levy.

**Accounts Payable** Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve and ratify the accounts payable list.

**Election of Officers** Upon motion duly made and seconded, it was unanimously

**RESOLVED** to elect Director Lombard as the Vice President/Secretary/Treasurer of HWMD.

**Public Comment** No public comment was offered.

**Future Meetings** The next regular meeting is scheduled for Wednesday, February 20, 2019. After discussion, due to conflicts, the meeting date was changed to Wednesday, February 6, 2019 at 10:00 a.m. in the same location.

**Adjournment** Upon motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the joint meeting of the Headwaters Metropolitan District and Granby Ranch Metropolitan District Nos. 2 & 8 this 17th day of October, 2018.

Respectfully submitted,  
*Kathy Lewensten*  
Secretary for the Meeting