

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PAINT BRUSH HILLS METROPOLITAN DISTRICT HELD SEPTEMBER 18, 2014

A regular meeting of the Board of Directors (referred to hereafter as “Board”) of the Paint Brush Hills Metropolitan District (referred to hereafter as “District”) was held on Thursday, the 18th day of September, 2014, at 7:00 p.m. at the Paint Brush Hills Metropolitan District Office, 9830 Liberty Grove Drive, Falcon, Colorado 80831. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Kim Griffin
Calvin Pollard
Doug Burrer
Floyd Roberts
John Bruszenski

Also In Attendance Were:

Leon Gomes; Special District Management Services, Inc.

Jennifer Gruber Tanaka, Esq.; White Bear Ankele Tanaka & Waldron, P.C. (via speakerphone)

See attached sign-in sheet for additional attendees.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential or Existing Conflicts of Interest: The Board discussed the requirements pursuant to Colorado law to disclose any potential or existing conflicts of interest to the Board of Directors and to the Secretary of State. Attorney Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board and are attached hereto. Mr. Gomes noted that a quorum of the Board was present and inquired into whether members of the Board had any additional disclosures of potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. No additional disclosures were noted.

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ADMINISTRATIVE MATTERS

Agenda: Mr. Gomes reviewed the proposed agenda for the District's Regular meeting.

Following discussion, upon motion duly made by Director Burrer, seconded by Director Pollard and, upon vote, unanimously carried, the Agenda was approved, as amended.

Public Comments: There was no public comment.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Acknowledge Manager's Report.
- Acknowledge Staff Report.
- Acknowledge Operations Report.
- Approve Minutes of the August 21, 2014 Regular Meeting.
- Acknowledge 2014 Budget Priorities.

Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Roberts and, upon vote, unanimously carried the Board approved the consent agenda.

FINANCIAL MATTERS

Claims: The Board considered approval of the payment of claims for the period ending September 18, 2014, as follows:

General Fund	\$	18,844.79
Debt Service Fund	\$	-0-
Enterprise Fund	\$	43,691.56
Total Claims:	\$	<u><u>62,536.35</u></u>

Mr. Gomes reviewed the claims with the Board.

Following review and discussion, upon motion duly made by Director Burrer, seconded by Director Pollard and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending September 18, 2014.

Financial Statements: Mr. Gomes reviewed with the Board the unaudited financial statements for the period ending August 31, 2014.

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Following review and discussion, upon motion duly made by Director Pollard, seconded by Director Bruszenski and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending August 31, 2014, as presented and directed the District Treasurer to transfer \$37,000 from the District checking account to the Capital Outlay Reserve 4-915.

Budget Priorities: Mr. Gomes discussed the 2015 Budget Priorities with the Board.

Following discussion, the Board accepted the 2015 Budget Priorities as presented.

2015 Budget: Mr. Gomes reviewed the 2014 Preliminary Assessed Valuation with the Board.

Notice to Increase Rates, Fees, Tolls, and Charges for the 2015 Budget: The Board took no action.

2014 Audit: The Board directed Mr. Gomes to obtain a proposal from Osborne, Parsons, & Rosacker for the conduct of the 2014 Audit.

Certification of Delinquent Accounts: The Board entered into discussion regarding the certification of delinquent accounts and considered setting October 16, 2014 as the date to conduct a public meeting to consider adoption of a Resolution to certify delinquent accounts for collection by the County Treasurer.

Following discussion, the Board determined to set October 16, 2014 as the date to conduct a public meeting to consider adoption of a Resolution to certify delinquent accounts for collection by the County Treasurer.

LEGAL MATTERS

Rules and Regulations: Attorney Tanaka reviewed with the Board the draft Rules and Regulations.

Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Roberts and, upon vote, unanimously carried, the Board adopted the Rules and Regulations as amended.

Pump House #2 Easement: Attorney Tanaka reviewed the status of the Easement offer with the Board and noted that the property owner has neither accepted the District's offer nor made any counter offer.

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Independent Contractor Agreement for Pump Controls Repair between the District and Timken Motor & Crane Services LLC dba Wazee Co.: The Board entered into discussion regarding an Independent Contractor Agreement for Pump Controls Repair between the District and Timken Motor & Crane Services LLC dba Wazee Co. Attorney Tanaka reported that the contractor had returned the Independent Contractor Agreement with changes that she deemed to be unacceptable.

Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement for Pump Controls Repair between the District and Timken Motor & Crane Services LLC dba Wazee Co., subject to Attorney review and finalization.

Independent Contractor Agreement for Excavation and Repair between the District and DMC Sewer & Water Repair, LLC: The Board entered into discussion regarding an Independent Contractor Agreement for Excavation and Repair between the District and DMC Sewer & Water Repair, LLC.

Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement for Excavation and Repair between the District and DMC Sewer & Water Repair, LLC.

OPERATIONS AND MAINTENANCE

District Engineering Services Request for Proposals: The Board entered into discussion regarding District Engineering Services request for proposals.

Following discussion, the Board determined to solicit proposals from additional engineering firms.

Request for Restoration of Water Service to 11451 Asbee Street: The Board entered into discussion regarding a request for the restoration of water service to 11451 Asbee Street. The customer addressed the Board regarding her account and request for the restoration of water service. The Board noted that if the customer makes a payment in the amount of \$200.00 by cashier's check on September 19, 2014 and pays \$150.00 monthly in addition to regular fees against the outstanding balance, and agrees to the terms of the letter agreement setting forth these terms, the water will be restored. Attorney Tanaka noted that, outside of the letter agreement, there will be no invoices or reminders sent for the \$150 per month payment and that if any payments were missed, the water would be turned off.

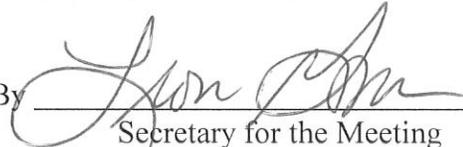
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Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Pollard and, upon vote, unanimously carried, the Board approved the restoration of water service to 11451 Asbee Street, subject to the receipt of the \$200.00 payment and subject to the receipt of the customer's written agreement to pay \$150.00 each month in addition to regular fees.

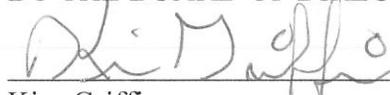
ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Pollard, seconded by Director Roberts and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL SEPTEMBER 18, 2014 MINUTES OF THE PAINT BRUSH HILLS METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:



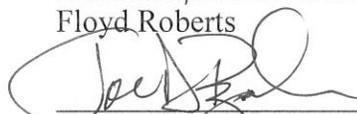
Kim Griffin



Calvin Pollard

Doug Burrer


Floyd Roberts



John Bruszenski

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO
CERTIFICATE

20145023607

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

DOUG BURRER
TREASURER
PAINT BRUSH HILLS METROPOLITAN DISTRICT

has disclosed and filed a Conflict of Interest with this office in accordance with section 24-18-110, C.R.S., and Rule 1.1 of the Secretary of State's Rules Concerning Conflicts of Interest.

The Conflict of Interest Disclosure was filed with the following information:

Amount of Financial Interest (if any): n/a

Purpose and Duration of Services Rendered: Additional information was filed as an attachment.

Other Relevant Information: Additional information was filed as an attachment.

This certificate reflects facts established or disclosed by documents electronically filed in this office on 09/15/2014 @ 09:20:29 AM.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on Monday, September 15, 2014 @ 09:20:32 AM pursuant to and in accordance with applicable law.



A handwritten signature in blue ink, appearing to read "Scott Gessler".

Secretary of State of the State of Colorado

26 NOV 13 *DB*

CONFLICTS DISCLOSURE FORM

TO: THE BOARD OF DIRECTORS OF PAINT BRUSH HILLS METROPOLITAN DISTRICT; AND THE SECRETARY OF STATE

FROM: Doug Burrer

RE: Disclosure of Conflict or Potential Conflict of Interest

I, Doug Burrer, am a member of the Board of Directors (the "Board") of Paint Brush Hills Metropolitan District, (the "District").

In accordance with Section 24-18-109(3)(b), Section 24-18-110, Section 32-1-902, and Section 18-8-308, C.R.S., I hereby give notice to the District and the Secretary of State that to the best of my knowledge, information and belief, and as disclosed herein, I have a conflict or a potential conflict of interest which may impinge on my fiduciary duty and the public trust with respect to the matters set forth herein.

Further, in accordance with applicable law, this disclosure contains information regarding my ownership of any interest in property within the boundaries of the District, and any affiliation I may have with any business(es) or other private entity(ies) and the amount of any financial interest with respect to my qualification as a director and to any other specific transaction under consideration by the Board of the District, which may give rise to my conflict or potential conflict of interest.

The interests in property within the District and business ventures described in this Disclosure Form may create the potential for conflicts of interest in my service as a member of the Board, in that actions under consideration or actions officially taken by the Board may benefit, directly or indirectly, my interests as disclosed herein. Such actions may include, but are not limited to: authorization of construction of public improvements, actions to engage contractors for improvements or services, actions relative to various requirements of state, local and federal laws and other matters to keep the District in good standing as a political subdivision of the State of Colorado, issuance of bonds or incurrence of other financial obligations in furtherance of the District's activities, approval of reimbursement agreements with business ventures in which I have a financial interest or in which I have a personal interest, establishing and collecting fees and taxes, approval of payments and other official actions or decisions of the Board, and negotiations relative to any such matters.

Do you have any real or personal property (i.e. taxable business property) interests within the boundaries of the District or that may be affected by activities of the District? Yes No

If yes, please describe the location and size of the property and the percentage you own or the extent of your personal interest.

<u>Property</u>	<u>Interest</u>
11280 ALLENDALE DRIVE FALCON, CO 80831	50%

Do you have any interest in any business or businesses that may become involved with or are affected by the activities of the District? Yes No

If yes, please list the business or businesses and the extent of your ownership.

<u>Business</u>	<u>Percentage Interest</u>

Are you a director or officer in any business or businesses that may become or are currently involved with or affected by the activities of the District? Yes No

If yes, please list the business or businesses and the office held.

<u>Business</u>	<u>Office</u>

Do you personally have a loan or debtor interest which may be affected by action of the District's board? Yes No

If yes please list the entities that you have loaned money to, or that have loaned money to you and the amount of the loan or debtor interest

<u>Business</u>	<u>Amount</u>

Do you have a creditor interest in any insolvent business or businesses that may become involved with or are affected by the activities of the District? Yes No

If yes, please list the business or businesses, the extent of your interest in the business and the amount of your creditor or debtor interest.

Business

Percentage Interest

Are you currently employed by, or in negotiations for employment with, any business or businesses that may become involved with or are affected by the activities of the District? Yes No

If yes, please list the business or businesses and the amount of compensation (i.e. salary, bonus or compensation based on profitability of the business) and/or other compensation.

Business

Compensation

Do you provide services to any business or businesses that may become involved with or are affected by the activities of the District? Yes No

If yes, please list the business or businesses, the type of services provided, the time period the services were or will be provided and the type and amount of compensation.

Business

Services

Purpose

Time Period

Compensation — NONE

FALCON SCHOOL DISTRICT 49 FEB 13 - PRESENT MEMBER
CAPITAL PLANNING COMMITTEE
PURPOSE IS TO PROVIDE ADVICE ON FUNDING FOR D49 SCHOOLS
AND SPECIFICALLY LAND FOR AN ELEMENTARY SCHOOL IN PBAND

I have the following additional personal or private interests which may create a potential conflict of interest: N/A

Are you a member of an executive board of an owners' association located within the boundaries of the District? (i.e., a HOA, POA or similar) Yes No

If yes, please list the name of the association and the office you hold.

In addition to the foregoing disclosure, which shall be deemed a continuing disclosure, and shall apply to all actions taken at meetings of the Board for which I am a participant, and shall, by the filing hereof with the Board and the Secretary of State, be deemed made at least 72 hours in advance of any such meeting, in accordance with law, I may also have a conflict or potential conflict of interest with respect to the following specific transactions which may come before the Board:

1. Exhibit A which is the agenda for the meeting.

Signature: _____


DOUGLAS A. BURRELL
TREASURER, PBHMD

EXHIBIT A
(Meeting Agenda)

PAINT BRUSH HILLS METROPOLITAN DISTRICT

Administrative Offices

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 · 800-741-3254
Fax: 303-987-2032

NOTICE OF REGULAR MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expires:</u>
Kim Griffin	President	2018/May 2018
Calvin Pollard	Vice President	2016/May 2016
Doug Burrer	Treasurer	2016/May 2016
Floyd Roberts	Assistant Secretary	2018/May 2018
John Bruszenski	Assistant Secretary	2016/May 2016

DATE: September 18, 2014
TIME: 7:00 p.m.
PLACE: Paint Brush Hills Metropolitan District Office
9830 Liberty Grove Drive
Falcon, Colorado 80831

I. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.
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- B. Approve Agenda.
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- C. Public Comments. (For items not on the agenda, only. Comments limited to 3 minutes per person and are taken in order listed on the sign-in sheet).
-

- D. CONSENT AGENDA – These items are considered to be routine and will be approved and/or ratified by one motion. There will be no separate discussion of these items unless a Board member so requests; in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

- Acknowledge Manager’s Report (to be distributed).
 - Acknowledge Staff Report (enclosure).
 - Acknowledge Operations Report (enclosure).
 - Approve Minutes of the August 21, 2014 regular meeting (enclosure).
 - Acknowledge 2014 Budget Priorities (to be distributed).
-

II. FINANCIAL MATTERS

- A. Review and approve the payment of claims for the period ending September 18, 2014, as follows (to be distributed):

General Fund:	\$
Debt Service Fund:	\$
Enterprise Fund:	\$
Total:	\$

- B. Review and accept unaudited financial statements for the periods ending August 31, 2014 (enclosure).
-

- C. Discuss and consider 2015 Budget Priorities.
-

- D. Review draft 2015 Budget and set Budget Hearing date (Suggested Date: November 20, 2014) (enclosure—Preliminary Assessed Valuation).
-

1. Discuss and consider Notice to Increase Rates, Fees, Tolls, and Charges for the 2015 Budget.
-

- E. Discuss and consider 2014 Audit Request for Proposals.
-

- F. Discuss delinquent accounts and consider setting October 16, 2014 as the date to conduct a public meeting to consider adoption of a Resolution to certify delinquent accounts for collection by the County Assessor.
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III. LEGAL MATTERS

- A. Consider Adoption of Rules and Regulations.
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- B. Update on Pump House #2 Easement.
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- C. Discuss and Consider Approval of Independent Contractor Agreement for pump controls repair between the District and Timken Motor & Crane Services LLC dba Wazee Co.
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- D. Discuss and Consider Approval of Independent Contractor Agreement for excavation and repair between the District and DMC Sewer & Water Repair, LLC.
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IV. OPERATIONS AND MAINTENANCE

- A. Discuss and consider District Engineering Services Request for Proposals.
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- B. Discuss and consider rate tier adjustment request for 9750 Rockingham Drive due to water leak.
-

V. OTHER BUSINESS

- A. _____
-

VI. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR OCTOBER 16, 2014.**

REMINDER: Director Orientation Special Meeting Scheduled for October 9, 2014 at 6:00 P.M.