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# RECORD OF PROCEEDINGS

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## Minutes of the Regular Meeting of the Board of Directors of Headwaters Metropolitan District July 15, 2015

The Regular Meeting of the Board of Directors of the Headwaters Metropolitan District was held at 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:

- Kyle Harris
- Julie Krueger
- Marylane Packer
- Lance Badger

Also in attendance were:

- Clint Waldron, Esq. White Bear Ankele Tanaka & Waldron (via phone)
- Eric Weaver, Marchetti & Weaver LLC (via phone)
- Kathy Lewensten, Marchetti & Weaver LLC (via phone)
- Rusty Thompson, Granby Realty Holdings

### **Call to Order and Declaration of Quorum**

The Meeting of the Board of Directors of the Headwaters Metropolitan District (HWMD) was called to order by Director Harris at 10:00 a.m. noting a quorum was present.

### **Disclosure of Potential Conflicts of Interest**

The Directors reviewed the agenda for the meeting, following which each Director confirmed the contents of any written disclosure previously made, stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Each director also 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**

No changes were made to the agenda.

### **Consent Agenda**

The items on the consent agenda were:

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Approval of Accounts Payable, and Ratification of Independent Contractor Agreements as follows:

- Matrix Design Group - Professional Services not to exceed \$116,685
- Premier Earthworks – Ten Mile Drive Grading \$15,000

The Board considered a motion to approve the consent items as presented. By motion duly made and seconded it was unanimously

**RESOLVED** to approve and ratify all items on the consent agenda.

### **Minutes**

The Board reviewed the minutes of the May 20, 2015 Regular Meeting. By motion duly made and seconded it was unanimously

**RESOLVED** to approve the minutes of the May 20, 2015 Regular Meetings.

### **Event Pavilion Management/ Operations RFP**

Director Harris reported the event pavilion project has been delayed, it is now expected to begin vertical construction Spring of 2016. This delay allows the District time to better define terms related to the RFP for management and operations of the facility. It is expected draft documents will be available for review at a future meeting. The matter was tabled as no action was needed.

### **Road/Transportation Services RFP**

The committee continues to work on formalizing the bid specifications and scope of services in the RFP for roadways and transportation. It is expected the RFP will be available on August 1, 2015 with an anticipated turnaround of three weeks for bids to be returned.

### **Executive Session**

The Board determined an Executive Session was not necessary.

### **2014 Audit**

Mr. Weaver presented the 2014 preliminary audit. He explained the draft included in the packet was substantially in final form. He noted the District will receive an unqualified or “clean” opinion. The audit committee, Director Krueger and Director Packer, will provide comments upon completion of their final review. Upon motion duly made and seconded it was unanimously

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**RESOLVED** to accept the 2014 audit of the Headwaters Metropolitan District, subject to final review and acceptance by the audit committee.

**Financial  
Statements**

Mr. Weaver presented the preliminary May 2015 financial statements. He pointed out expenses related to the road or transportation services will be updated as bids are received. Upon motion duly made and seconded it was unanimously

**RESOLVED** to accept the preliminary May 2015 financial statements.

**Future Meetings**

The next meeting is scheduled for Wednesday, October 21, 2015 at the same time and location.

**Public Comment**

No public comment was offered.

**Adjournment**

Upon motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the meeting of the Headwaters Metropolitan District this 15th day of July, 2015.

Respectfully submitted,  
*/s/Kathy Lewensten*  
Secretary for the Meeting