

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE FAIRWAYS METROPOLITAN DISTRICT AND THE BOARD OF DIRECTORS OF THE WASTEWATER UTILITY ENTERPRISE HELD APRIL 12, 2021

A Special Meeting of the Board of Directors of the Fairways Metropolitan District (the “District”) and the Board of Directors of the Wastewater Utility Enterprise (referred to hereafter collectively as the “Board”) was duly called and held on Monday, the 12<sup>th</sup> day of April, 2021, at 5:30 p.m. The meeting was open to the public.

The meeting was held via conference call due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the COVID-19 coronavirus.

#### **ATTENDANCE**

##### **Directors In Attendance Were:**

John Pavlovic  
Wilmer “Catt” Wilson

Following discussion, upon motion duly made by Director Pavlovic, seconded by Director Wilson and, upon vote, unanimously carried, the absence of Director Schram was excused.

##### **Also In Attendance Were:**

David Solin; Special District Management Services, Inc.

Tom George, Esq.; Spencer Fane LLP

#### **DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST**

**Disclosure of Potential Conflicts of Interest:** Mr. Solin noted that a quorum was present and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. There were no additional disclosures made.

#### **ADMINISTRATIVE MATTERS**

**Agenda:** Mr. Solin reviewed with the Board a proposed Agenda for the District’s Special Meeting.

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

**Board Meetings via Telephone:** Mr. Solin discussed that, due to the concerns over safety, Board meetings would be conducted via telephone until such time as it is deemed safe to meet in person again. He pointed out that all telephone meetings will remain open to the public, and that the information for joining the teleconference has been posted.

**Minutes:** The Board reviewed the Minutes of the February 15, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Pavlovic, seconded by Director Wilson and, upon vote, unanimously carried, the Board approved the Minutes of the February 15, 2021 Special Meeting.

### **COMMUNITY COMMENTS**

There were no community comments.

### **FINANCIAL MATTERS**

**Claims:** Mr. Solin reviewed with the Board the payment of claims through the periods ending as follows:

Fund	Period ending Feb. 11, 2021	Period ending March 26, 2021
General	\$ 4,327.67	\$ 4,047.77
Capital	\$ -0-	\$ -0-
Enterprise	\$ 12,235.20	\$ 10,034.48
<b>Total Claims</b>	<b>\$ 16,562.87</b>	<b>\$ 14,082.25</b>

Following review and discussion, upon motion duly made by Director Pavlovic, seconded by Director Wilson and, upon vote, unanimously carried, the Board ratified approval of the payment of the claims, as presented.

### **LEGAL MATTERS**

**Memorandum of Understanding ("MOU") between the District and Lake Valley Golf Club ("LVGC"):** The Board and Attorney George discussed the goals of the proposed MOU. Director Pavlovic will continue discussions with LVGC and work with Attorney George to draft one or more MOUs as necessary. No action was taken.

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### ENGINEERING/ OPERATIONS MATTERS

**Operator's Report:** There was no Operator's Report available at this time.

**Engineer's Report:** There was no Engineer's Report available at this time.

**Proposal from Element Engineering, LLC for Pond Cover Engineering and Colorado Department of Public Health and Environment ("CDPHE"):** The Board reviewed a proposal from Element Engineering, LLC for pond cover engineering and the CDPHE.

Following review and discussion, upon motion duly made by Director Pavlovic, seconded by Director Wilson and, upon vote, unanimously carried, the Board ratified approval of the proposal from Element Engineering, LLC for pond cover engineering and the CDPHE.

**2021 Professional Services Agreement for Operator in Responsible Charge between the District and ORC Water Professionals, Inc.:** The Board reviewed a 2021 Professional Services Agreement for Operator in Responsible Charge between the District and ORC Water Professionals, Inc.

Following review and discussion, upon motion duly made by Director Pavlovic, seconded by Director Wilson and, upon vote, unanimously carried, the Board ratified approval of the 2021 Professional Services Agreement for Operator in Responsible Charge between the District and ORC Water Professionals, Inc.

**Proposal from MMI Water Engineer's L.L.C. for 2021 Regulation 84 Support Services:** The Board reviewed a proposal from MMI Water Engineer's L.L.C. for 2021 Regulation 84 Support Services.

Following review and discussion, upon motion duly made by Director Pavlovic, seconded by Director Wilson and, upon vote, unanimously carried, the Board ratified approval of the proposal from MMI Water Engineer's L.L.C. for 2021 Regulation 84 Support Services.

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### OTHER MATTERS

**Pond Cover:** Mr. Solin provided an update to the Board on the status of the pond cover.

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### ADJOURNMENT


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

Respectfully submitted,

By:   
Secretary for the Meeting

THESE MINUTES APPROVED AS THE OFFICIAL APRIL 12, 2021  
MEETING MINUTES OF THE FAIRWAYS METROPOLITAN DISTRICT BY  
THE BOARD OF DIRECTORS SIGNING BELOW:

\_\_\_\_\_  
John Pavlovic



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Gerald Schram

\_\_\_\_\_  
Wilmer Wilson