

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE FAIRWAYS METROPOLITAN DISTRICT AND THE BOARD OF DIRECTORS OF THE WASTEWATER UTILITY ENTERPRISE HELD JULY 11, 2022

A Regular 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 11th day of July, 2022, at 5:30 p.m. The District Board meeting was held by teleconference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Gerald “Jerry” Schram
Wilmer “Catt” Wilson

Also In Attendance Were:

David Solin and Jim Ruthven; Special District Management Services, Inc.

Kori Straub; ORC Water Professionals, Inc. (“ORC”)

Marta Galnick; Resident and liaison between the District and the Lake Valley Golf Course

COMMUNITY COMMENTS

Community Comments: There were no community comments.

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 Regular Meeting.

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

Minutes: The Board reviewed the Minutes of the April 11, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Schram, seconded by Director Wilson and, upon vote, unanimously carried, the Board approved the Minutes of the April 11, 2022 Regular Meeting, as presented.

May 3, 2022 Election: Mr. Solin advised the Board that the May 3, 2022 Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. It was noted that there are three vacancies on the Board for 3-year terms ending in May, 2025.

Board Vacancies: Mr. Solin discussed with the Board the vacancies on the Board of Directors. There are no known candidates at this time.

Appointment of Officers: The Board entered into discussion regarding appointment of officers.

Following discussion, upon motion duly made by Director Schram, seconded by Director Wilson and, upon vote, unanimously carried, the following slate of officers were appointed:

President	Wilmer Wilson
Treasurer	Gerald Schram
Secretary	David Solin

2022 SDA Conference: Mr. Solin discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

FINANCIAL MATTERS

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

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Fund	Period ending April 30, 2022	Period ending May 31, 2022	Period ending June 30, 2022
General	\$ 4,398.41	\$ 4,534.68	\$ 2,130.75
Capital	\$ -0-	\$ -0-	\$ -0-
Enterprise	\$ 12,584.47	\$ 7,367.57	\$ 11,437.17
Total Claims	\$ 16,982.88	\$ 11,902.25	\$ 13,567.92

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

Unaudited Financial Statements: Mr. Ruthven presented the unaudited financial statements and cash position schedule for the period ending June 30, 2022.

Following review and discussion, upon motion duly made by Director Schram, seconded by Director Wilson and, upon vote, unanimously carried, the Board accepted the unaudited financial statements and cash position schedule for the period ending June 30, 2022.

2021 Audit: Mr. Ruthven reviewed with the Board the 2021 Audit.

Following review and discussion, upon motion duly made by Director Schram, seconded by Director Wilson and, upon vote, unanimously carried, the Board approved the 2021 Audit and authorized execution of the Representations Letter.

LEGAL MATTERS

Memorandum of Understanding (“MOU”) between the District and Lake Valley Golf Club (“LVGC”): The Board entered into discussion regarding the status of Memorandum of Understanding with Lake Valley Golf Club. It was noted Mr. Solin will follow up with John Pavlovic.

ENGINEERING/ OPERATIONS MATTERS

Operator’s Report:

Aerators: Ms. Straub discussed with the Board the status of the replacement of the aerators.

Air Compressor: The Board deferred discussion.

2022 Priorities:

Status of Guildner Pipeline Maintenance for Work on the District’s Manholes: Ms. Straub and Mr. Solin discussed with the Board the status of the Guildner Pipeline maintenance for the work on the District’s Manholes. Ms. Galnick noted that Guildner drove onto the GC and damaged the irrigation system, including

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some valves and a pipe. Mr. Solin spoke with Gabrielle Begeman with ORC Water Professionals, Inc., and neither knew that Guildner was coming on that day. Guildner was advised that they may not enter onto the GC without Ms. Begeman and the GC knowing about it in advance.

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

Engineering Committee Report: There was no report at this time.

OTHER MATTERS

Synthetic Wipe Study Design Proposals for Mechanical Treatment: The Board deferred.

Extra Pond Covers: It was noted Mr. Solin is still looking for a user to take the extra pond covers.

ADJOURNMENT

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

Respectfully submitted,

By: _____
Secretary for the Meeting

THESE MINUTES APPROVED AS THE OFFICIAL JULY 11, 2022 MEETING MINUTES OF THE FAIRWAYS METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Gerald Schram

Wilmer Wilson