

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 NOVEMBER 7, 2023

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 Tuesday, the 7th day of November, 2023, at 5:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Wilmer “Catt” Wilson
Douglas Wendel
Doug Bacon
Jeff Reh
Scott A. Hemphill

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

John Pavlovic; Director Emeritus

Gabrielle Begeman; ORC Water Professionals, Inc. (“ORC”) (for a portion of the meeting)

Marta Galnick; Resident and liaison between the District and the Lake Valley Golf Course (for a portion of the meeting)

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

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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.

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

Minutes: Mr. Solin reviewed with the Board the Minutes of the September 6, 2023 Regular Meeting.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Wendel and, upon vote, unanimously carried, the Board approved the Minutes of the September 6, 2023 Regular Meeting, as presented.

Appointment of Director: The Board discussed the vacancies on the Board. The Board considered the appointment of Jeffrey Reh to the Board of Directors.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Hemphill and, upon vote, unanimously carried, the Board appointed Mr. Reh to fill a vacant position on the Board of Directors. The Oath of Office was administered.

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

Following discussion, upon motion duly made by Director Bacon, seconded by Director Hemphill and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Wilmer “Catt” Wilson
Vice President	Doug Bacon
Treasurer	Jeff Reh
Secretary	David Solin
Assistant Secretary	Douglas Wendel
Assistant Secretary	Scott A. Hemphill

Resolution No. 2023-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Mr. Solin discussed with the Board Resolution No. 2023-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

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The Board determined to meet at 5:00 p.m. on January 23, April 23, July 23 and October 22, 2024 via Zoom.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Hemphill and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24–Hour Notices.

FINANCIAL MATTERS

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

Fund	Period ending Aug. 31, 2023	Period ending Sept. 30, 2023	Period ending Oct. 31, 2023
General	\$ 8,143.93	\$ 3,342.30	\$ 7,684.00
Capital	\$ -0-	\$ -0-	\$ -0-
Enterprise	\$ 9,942.59	\$ 66,802.03	\$ 108,805.70
Total Claims	\$ 18,086.52	\$ 70,144.33	\$ 116,489.70

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

Unaudited Financial Statements: The Board deferred discussion at this time.

2023 Audit: The Board reviewed the proposal from Dazzio & Associates, PC to perform the 2023 Audit.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Wendel and, upon vote, unanimously carried, the Board approved the engagement of Dazzio & Associates, PC to perform the 2023 Audit, for an amount not to exceed \$5,600.

Public Hearing on the Sewer Service Rate Increase in 2024: The President opened the public hearing on the Sewer Service Rate Increase in 2024.

It was noted that publication of Notice stating that the District would consider a Sewer Service Rate Increase in 2024 and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Wendel and, upon vote, unanimously carried, the Board approved the Sewer Service Rate Increase to \$242.20 per quarter, effective January 1st, 2024.

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Budget Amendment Hearing: The President opened the public hearing to consider the Resolution to Amend the 2023 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of a Resolution to Amend the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, Director Bacon moved to adopt the Resolution to Amend 2023 Budget, Director Wendel seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-02 to Amend the 2023 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2024 Budget Hearing: The Board opened the Public Hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of the 2024 Budget and the date, time and location of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing. No public comments were received, and the Public Hearing was closed.

Mr. Solin reviewed the estimated 2023 expenditures and the proposed 2024 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2023-11-03; Resolution to Adopt the 2024 Budget and Appropriate Sums of Money, and Resolution No. 2023-11-04; Resolution to Set Mill Levies (for the General Fund at 3.545 mills; for the Debt Service Fund 0.000 mills, for a total mill levy of 3.545 mills), subject to adjustment upon receipt of Final Assessed Valuation and legal review. Upon motion duly made by Director Bacon, seconded by Director Wendel and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2023. Mr. Solin was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Boulder County and the Division of Local Government not later than December 15, 2023. Mr. Solin was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2024. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

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DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Wendel and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Preparation of the 2025 Budget: The Board discussed preparation of the 2025 Budget.

Following discussion, upon motion duly made by Director Bacon, seconded by Director Wendel, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2025 Budget.

The Board determined to hold the public hearing to consider adoption of the 2025 Budget on October 22, 2024.

LEGAL MATTERS **Memorandum of Understanding (“MOU”) between the District and Lake Valley Golf Club (“LVGC”):** Mr. Pavlovic updated the Board on the status. It is anticipated that the final revised version should be submitted to the Lake Valley Golf Club in the next week.

**ENGINEERING/
OPERATIONS
MATTERS** **Monthly Operations Reports from ORC Water Professionals, Inc. (“ORC”):** Ms. Begeman updated the Board on the Monthly Operation Reports from ORC. The Board directed Mr. Solin and Ms. Begeman to speak with Nick Marcotte regarding needed solutions to filter problems and wetlands operation.

Manhole Sealing along Country Club: Ms. Begeman discussed with the Board the manhole sealing along Country Club. Mr. Solin and Ms. Begeman were directed to work with providers to schedule an Infiltration Study to be performed in June or July of 2024.

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

Engineering Committee Report: There were no updates at this time.


OTHER MATTERS **Extra Pond Covers:** There were no updates at this time.

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ADJOURNMENT

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

Respectfully submitted,

By: 
Secretary for the Meeting