

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 JANUARY 28, 2025

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 28th day of January, 2025, 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, President
Jeff Reh, Treasurer
Scott A. Hemphill, Assistant Secretary
Douglas Wendal, Assistant Secretary

Also In Attendance Were:

David Solin and Diana Garcia; Special District Management Services, Inc.
Gabby Begeman, ORC (portion of the meeting)

COMMUNITY COMMENTS

Community Comments: There was no public in attendance and no community comments were made.

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 regarding 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.

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

RECORD OF PROCEEDINGS

Designation of Posting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Wilson, seconded by Director Reh and, upon vote unanimously carried, the Board determined to conduct the meeting by electronic means via Zoom video/telephone conference, and encouraged public participation via Zoom. The Board noted that notice of this meeting and Zoom participation information was duly posted, and that it had not received any objections to the telephonic meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Designation of 24-hour Posting Location: Following discussion, upon motion duly made by Director Wilson, seconded by Director Reh and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District website at least 24-hours prior to each meeting.

Minutes: Mr. Solin reviewed with the Board the Minutes of the October 29, 2024 Regular Meeting and December 2, 2024 Special Meeting.

Following discussion, upon motion duly made by Director Reh, seconded by Director Wendel and, upon vote, unanimously carried, the Board approved the Minutes of the October 29, 2024 Regular Meeting and December 2, 2024 Special Meeting.

FINANCIAL MATTERS

Claims: The Board reviewed the payment of claims through the periods ending as follows:

Fund	Period ending Oct. 31, 2024	Period ending Nov. 30, 2024	Period ending Dec. 31, 2024	Period ending Jan. 31, 2025
General	\$ 3,583.53	\$ 6,666.90	\$ 11,781.74	\$ 4,347.91
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Enterprise	\$ 8,138.63	\$ 11,636.07	\$ 13,822.08	\$ 37,421.18
Total Claims	\$ 11,722.16	\$ 18,302.97	\$ 25,603.82	\$ 41,769.09

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

Unaudited Financial Statements and Cash Position Schedule: Mr. Solin presented the unaudited financial statements and schedule of cash position for the period ending December 31, 2024.

RECORD OF PROCEEDINGS

Following review and discussion, upon motion duly made by Director Wendel, seconded by Director Reh and, upon vote, unanimously carried, the Board accepted the unaudited financial statements and cash position schedule for the period ending December 31, 2024.

LEGAL MATTERS **Update on the s Memorandum of Understanding (“MOU”) between the District and Lake Valley Golf Club (“LVGC”)**: Director Wilson updated the Board on the MOU between the District and LVGC. The Board discussed transferring the pipe and scoping and surveying of the pipe prior to a proposed transfer for the pond 8 pipeline to the LVGC, subject to legal review . Mr. Solin was directed to contact Attorney George to discuss options, and report back to Director Wilson.

**ENGINEERING/
OPERATIONS
MATTERS** **Monthly Operations Reports from ORC Water Professionals, Inc. (“ORC”)**:
Monthly Status Reports: Ms. Begeman provided an update to the Board.

Infiltration Study and Manhole Sealing: Ms. Begeman and Mr. Solin updated the Board on the infiltration study and manhole sealing.

Reserve Study: The Board discussed the status of the reserve study.

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

Estimate from Kinetic Energy Services LLC: The Board reviewed the estimate from Kinetic Energy Services LLC. The Board directed ORC to proceed.

OTHER MATTERS None.

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

Respectfully submitted,

By: 
Secretary for the Meeting