
RECORD OF PROCEEDINGS

Minutes of the Regular Meeting Of the Board of Directors Berry Creek Metropolitan District November 27, 2012

A Regular Meeting of the Board of Directors of the Berry Creek Metropolitan District, Eagle County, Colorado was held on November 27, 2012 at 9:00 a.m., at the Singletree Community Center, 1010 Berry Creek Road, Edwards, Eagle County, Colorado, in accordance with the applicable statutes of the State of Colorado.

Attendance The following Directors were present and acting:

- George Gregory
- Mike Budd
- Ann Darby
- Dan Godec
- Herb Luhman (Joined the meeting at 9:30)

Also in attendance were:

- Amy Hermes
- Eric Johnson, SPOA
- Dan Carlson, Operations
- Ken Marchetti, Robertson & Marchetti, P.C.
- Cheri Curtis, Secretary to the Meeting

Call To Order

A Regular Meeting of the Board of Directors of Berry Creek Metropolitan District was called to order by Director Gregory, on November 27, 2012, at 9:00 a.m. noting a quorum was present.

Agenda

Director Gregory requested changes to the agenda. The December meeting discussion was added to the agenda.

Minutes

The September 25, 2012 Regular Meeting minutes, the October 18 Special Meeting minutes, and the October 23, 2012 Regular Meeting minutes were reviewed. Upon motion duly made and seconded it was unanimously

RESOLVED to approve the September 25, 2012 Regular Meeting minutes, the October 18 Special Meeting minutes, and the October 23, 2012 Regular Meeting minutes as presented.

Public Input

Amy Hermes was present to request the Board allow slacklining in the Chip Ramsey Park. Her son has created a slacklining club and they need a place to practice and Chip Ramsey Park is a great location. Director Gregory explained the Board decided it was a liability issue and there was also a concern for the safety of the trees when they banned slacklining in the District's parks. Ms.

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Hermes presented an argument for support of slacklining. The Board directed Ms. Hermes to return with information to address the Board's concerns regarding potential liability for injuries and tree damage before the Board will reconsider allowing slacklining in the District's parks.

Ms. Hermes left the meeting at 9:20 a.m. Director Luhman joined the meeting at 9:25 a.m.

Operations Mr. Carlson has found a 1.5 hp pump that can be used to pump water from the Charolais Circle Pond to irrigation the adjacent Park. The pump is estimated to cost \$650. The Board approved the expenditure.

The parking lot and basketball court have been sealed. The great room camera is currently down and a pole needs to be installed to provide a line of sight for the cameras in the parking lot. The Board discussed the computer issues in the District office and directed Mr. Carlson and Ms. Curtis to work with Dan Ward, Vail Lock and Key, and Wade Johnson to determine what technology is needed for the office.

Five of the transformer boxes have been painted. Director Luhman agreed to work with Holy Cross to complete the agreement and arrange for payment for the boxes that were painted.

Spencer Fane Grimshaw

Engagement

Letter The engagement letter from Spencer Fane Grimshaw to provide general counsel bond review was presented to the Board. Upon motion duly made and seconded it was unanimously

RESOLVED to ratify engaging Spencer Fane Grimshaw for an amount not to exceed \$5,000 to provide general counsel's opinion for the bond issuance.

Issuance of General Obligation Refunding

Bonds Mr. Marchetti and Director Godec presented the bond resolution for consideration. The new bonds are at 1.32% interest compared to 4.05% for the bonds that are being refunded. After costs of the transaction the District will be a total savings of \$38,000 over the next three years when the bonds will be paid off. The bond documents have been prepared by bond counsel and reviewed by Mr. Marchetti and Mr. Godec. Upon motion duly made and seconded it was unanimously

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RESOLVED to approve the Bond Resolution as presented. A copy of the Bond Resolution is incorporated herein by this reference.

West Entrance

Landscaping Director Godec presented a proposed landscape plan from RMCL for the West Entrance roundabouts. It was determined 33% of the original plants did not survive. The Board had previously budgeted \$25,000 for enhancements to the West Entrance but it is now looking like the West Entrance improvements may require between \$100,000 and \$150,000. SPOA has committed \$50,000 for the landscaping within Singletree and it was reported that they have agreed that their 2013 commitment could be used for the West Entrance improvements if needed. Directors Luhman, Darby, and Godec will meet with Bobby Head and Scott Sones to discuss the West Entrance cost estimate and determine what the District should budget for improvements to the roundabouts keeping in mind the warranty work to be provided by RMCL.

The ECA committee for the I-70 roundabout landscaping will meet on December 6, 2012 and Director Budd requested the Beautification committee present a proposal prior to that date that can then be presented at the ECA committee meeting. Many people agree that enhancements are needed. EMD and businesses in the area are willing to consider funding of additional plantings.

Beautification

Process Director Darby reported the Board had been presented with the proposed locations for the golf course crossings at the previous meeting. The Board tabled the discussion on the crossings until after the west entrance costs are determined. The SPOA representatives indicated they would support using the SPOA funds for the golf course crossings.

December Meeting

Unless unforeseen issues arise, the Board agreed to cancel the December Board meeting.

New Trees

Director Godec presented a proposal for \$2,000 to hand water the new trees due to the warm, dry weather. Mr. Carlson suggested getting a proposal from Neil Tretter, with the Sonnenalp Golf Course. The Board authorized up to \$2,000 to water the trees and requested Director Godec and Mr. Carlson get a proposal from the Sonnenalp Golf Course and have the trees watered as soon as possible.

Community Manager

Position The Board discussed the potential need for the Community Manager position in 2013. Directors Budd and Godec suggested that the position also be discussed

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with SPOA representatives at a committee meeting. The Community Manager was originally hired to be a voice for the Board and maintain continuity with the changing of the Boards. Director Budd suggested hiring two part-time employees, one for SPOA and one for the District.

Director Darby suggested hiring a seasonal employee to interface with the public during the summer months. Director Luhman is not optimistic the right person could be found to work part-time or seasonal. Director Godec agreed with Director Luhman's comments and believes SPOA should have their own employee. Director Gregory stated the two prior community managers were primarily involved with SPOA and homeowner matters rather than District items.

Based on the discussion the Board decided to table the matter while the need for the position is being determined.

Legal Counsel

After discussion the Board agreed to pursue engaging new legal counsel in January 2013.

Financial Report

The October 31, 2012 Financial Statements were included in the Board packet. Director Godec suggested moving funds from ColoTrust into the UMB CD program to earn a better rate of return. Director Budd questioned the Specific Ownership Tax collected in 2012 in comparison to the amount budgeted in 2013. Mr. Marchetti explained that number is based on the number of vehicles purchased and it is an estimate. Director Budd suggested the preliminary assessed values for 2014 should be reduced, which Mr. Marchetti agreed to do.

Mr. Carlson requested approval to replace the fibar in the District's parks and make necessary repairs to the District's buildings. The Board directed Mr. Carlson to present proposals for the improvements and agreed to discuss Mr. Carlson's request at a future meeting. Upon motion duly made and seconded it was unanimously

RESOLVED to note receipt and approval of the October 31, 2012 financial report as presented.

Accounts Payable

The Board reviewed the accounts payable list. Director Gregory questioned the bond payments and maintenance costs, which were explained by Ms. Curtis and Mr. Marchetti. Upon motion duly made and seconded it was unanimously

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RESOLVED to approve the November 2012 accounts payable list as presented.

**Budget
Resolution
Approval**

The budget resolution and mill levy certification was presented to the Board. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the 2013 Budget Resolution and mill levy certification as presented. A copy of the formal resolution is incorporated herein by this reference.

SPOA

Mr. Johnson questioned the costs of the cart crossings. SPOA will be revisiting the contribution to the District in 2013 and Mr. Johnson looked for clarification on expenses. Mr. Johnson updated the Board on trail usage, golf cart crossing discussions, and wildfire mitigation.

UERWA

Director Godec reported that UERWA has adopted new building codes for future construction. A 3.7% increase for water usage rates was approved by UERWA. The lawsuit with Traer Creek is in the process of settlement.

There was seepage out of Eagle Mine that is being monitored. UERWA is also working with Mountain Star residents to reduce water usage. The District will be refunding and issuing new bonds.

Director Gregory presented a Resolution formalizing the appointment of Director Gregory to be the representative for the District, with Directors Godec, Luhman, and Budd as alternates. Upon motion duly made and seconded it was unanimously

RESOLVED to approve the Resolution appointing Director Gregory as the District's representative with Directors Luhman, Godec, and Budd as alternates. A copy of the UERWA Resolution is incorporated herein by this reference.

ECA

The landscaping of the roundabouts was previously discussed. Director Gregory suggested two or more Berry Creek Metro District Board members should attend the next ECA meeting. Discussion followed on landscaping concerns with the roundabouts.

The preliminary report of the traffic study being performed on behalf of ECA is showing traffic conditions on the Spur Road will reach level "F" in 2032. Director Budd questioned the study since there has been no increase in traffic on

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I-70 over the last several years and CDOT is not expecting it to increase in the near future.

Cliff Simonton presented a proposal to update the Edwards Sub-area Master Plan. The proposal is for ECA and Eagle County to split the cost. A preliminary rough estimate of the cost is \$50,000. Director Gregory informed the Board the last Sub-Area Master Plan study performed in the early 2000s had no cost associated with it. Mr. Marchetti explained Eagle County prefers to use an outside consultant to assist with the study and that is why there is a cost associated with the new study. Kathy Chandler-Henry was used to assist with a study of the Eagle area that was jointly funded by the Town of Eagle and Eagle County. Tom Braun was at the ECA meeting as a prospective outside consultant. ECA agreed the consultant process should be advertised to local land planners with bids accepted. Director Gregory expressed concerns about the previous Sub-Area Master Plan being disregarded by Eagle County when approving plan submittals.

Director Budd suggested developing an IGA or MOU that would be a binding document between Edwards and Eagle County that would require approval of any variances to the plan by both parties.

Director Budd stated Berry Creek would not participate at this time in funding a plan for designing Phase II of the Spur Road improvements. Information on the proposed high-speed rail for I-70 is still planned for 2025 that could affect the Spur Road construction.

Open Items

List

Director Budd requested Mr. Carlson have the ice under I-70 and in front of the Community Center removed.

Adjournment There being no further business to come before the Board, by motion duly made and seconded it was unanimously

RESOLVED to adjourn the Regular Meeting of the Berry Creek Metropolitan District Board of Directors this 27th day of November, 2012.

Respectfully submitted,



Cheri Curtis
Secretary for the Meeting