
RECORD OF PROCEEDINGS

Minutes of the Special Meeting of the Board of Directors Holland Creek Metropolitan District October 29, 2020

Attendance

The following Directors were present:

- Mike Trueblood
- Greg Willis
- Gary Shimanowitz
- Kevin Hopkins
- Bill Kennedy

Also in attendance were:

- Bill Ankele, Esq White Bear Ankele Tanaka & Waldron PC
- Ken Marchetti, CPA Marchetti & Weaver LLC
- Kathy Lewensten, Recording Secretary

Call to Order

The Special Meeting of the Board of Directors of the Holland Creek Metropolitan District was called to order at 1:00 p.m. by Director Trueblood noting a quorum was present.

Due to Executive Order D 2020 044 Safer at Home issued by Governor Polis on April 26, 2020, and Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, this meeting is being held in a teleconferencing format.

Potential Conflicts

The Board noted that it has received certain written disclosures of potential conflicts of interest statements from each of the Directors more than seventy-two hours prior to the meeting, indicating the following conflicts: **Mike Trueblood** is the Senior Director of Village Operations for Beaver Creek Resort; **Greg Willis** is the Senior Director of Ski and Snowboard Schools for Beaver Creek; **Gary Shimanowitz** is the Vice President of Mountain Operations at Beaver Creek; **Kevin Hopkins** is Senior Finance Manager for Vail Resorts Development Co., and **William M. Kennedy** is Director of Land Development for Vail Resorts Development Co., these entities are subsidiaries of the Vail Corporation and indirect operating subsidiaries of Vail Resorts, Inc., all of which have significant business interests within the Districts.

Public Input

No public comment was offered

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2021 Water/WW

Rates:

The Board continued discussion regarding the 2021 draft water and waste water rates. The public notice of a fee change had been posted as required. The 2021 budget reflects a 3% inflationary increase in water and wastewater usage fees effective January 1, 2021. The operating expenses are not yet covered in full by the usage fees, the general fund transfers approximately \$200,000 annually to cover shortfalls in operations, capital and reserve expenses. At the last meeting it had been reported the current wastewater tap fees are not covering actual costs to install the WW systems. It was recommended the WW tap fee be increased to a flat \$45,000. Once the system is installed a reconciliation of actual costs will be done with any shortfall invoiced to the property or any excess refunded. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve a 3% increase in water/wastewater fees with the exception of the wastewater tap fee which will be increased to \$45,000 with a reconciliation to actual costs as described.

Supplemental Water

Lease Agreement

Director Trueblood reported a one-year extension of the Supplemental Water Lease Agreement is being executed by VR today. There will be no change in the terms. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve a one-year extension of the Supplemental Water Lease Agreement and to authorize Director Trueblood to execute subject to final legal review.

Legal

Annual Administrative Resolution: The Board reviewed the 2021 Annual Administrative Matters Resolution. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the 2021 Annual Administrative Matters Resolution.

Extension of Operations and Maintenance Agreement: It was reported the agreement remains under review by VR's legal department. It is anticipated the agreement will be renewed without any significant revisions. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the Extension of Operations and Maintenance Agreement and to authorize Director Trueblood to execute subject to final legal review

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Gatehouse O & M Agreement: The draft agreement for continuation of the gatehouse operations remains under review. The agreement provides funding from VR and RSRPOA to the District to make any gatehouse expense a net zero impact to the District. After discussion the Board agreed to authorize Director Trueblood to execute the final agreement as long as it remains a net zero impact. The completed agreement will be ratified at the next meeting. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the Gatehouse O & M Agreement and to authorize Director Trueblood to execute subject to final legal review.

Financial Statements

Mr. Marchetti reviewed the September 2020 preliminary financial statements which included the revised 2021 budget column as directed at the October 19th meeting.

2021 Budget

The Board discussed the 2021 budget. The continued public hearing for the 2021 budget was reopened. No public comment was offered and the public hearing was closed. A request was made to move \$40K for Fazio Repairs in the water fund into 2021. Upon motion duly made and seconded, it was unanimously

RESOLVED to adopt the Holland Creek Metropolitan District 2021 budget as revised, and

FURTHER RESOLVED to appropriate the sums of money for 2021 for Holland Creek Metropolitan District, and

FURTHER RESOLVED to certify the mill levy at 45.000 mills.

Future Meetings

The next regular meeting is scheduled for Monday, February 15, 2021. It was pointed out this was Presidents day after which the meeting was changed to Monday, February 22, 2021 at 2:00 p.m.

Adjournment

Upon motion duly made and seconded, it was unanimously

RESOLVED to adjourn the October 29, 2020 special meeting of the Holland Creek Metropolitan District Board of Directors.

Respectfully submitted,
Kathy Lewensten
Recording Secretary