
RECORD OF PROCEEDINGS

Minutes of the Special Meeting of the Board of Directors of the Holland Creek Metropolitan Districts June 27, 2016

The Special Meeting of the Board of Directors of the Holland Creek Metropolitan District, Eagle County, Colorado, was held Monday, June 27, 2016 at 4:45 p.m., in the two elk conference room, 137 Benchmark Rd, Avon, Eagle County, Colorado.

Attendance

The following Directors were present:

- Tim Baker
- Doug Lovell
- Graham Frank
- Eric Pottorff
- Greg Johnson

Also in attendance were:

- Bill Ankele, Esq. White Bear Ankele Tanaka & Waldron (via phone)
- 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 4:45 p.m. by Director Baker, noting a quorum was present.

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: [Tim Baker](#) is Sr. Director of Base Area Operations for Vail Resorts Management Company, an indirect operating subsidiary of Vail Resorts, Inc., which both have significant business interests within the District; [Doug Lovell](#) is Vice President and C.O.O of Beaver Creek Resorts a subsidiary of Vail Resorts, Inc which has significant business interests within the District; [Eric Pottorff](#) is Sr. Director of Food and Beverage for Beaver Creek Resorts a subsidiary of Vail Resorts, Inc which has significant business interests within the District; [Greg Johnson](#) is Sr. Director of Mountain Operations for Beaver Creek Resorts a subsidiary of Vail Resorts, Inc which has significant business interests within the District; and [Graham Frank](#) is Vice President of Real Estate for Vail Resorts, Inc. which has significant business interests within the District.

Minutes

The Board reviewed the minutes of the May 16, 2016 Regular Meeting. Upon motion duly made and seconded, it was unanimously

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RESOLVED to approve the minutes of the May 16, 2016 Regular Meeting as presented.

Public Input No public input was offered.

Water Matters **Water Rights:** Water rights matters were discussed in the RSRMD meeting held earlier today.

Water Report: The monthly water report was included in the packet.

Legal **Water Quality Control Professionals LLC:** An Independent Contractor Agreement between the District and Water Quality Control Professionals LLC (WQCP) had been included in the packet. Mr. Baker recommended engaging WQCP to provide water and wastewater operations upon Mr. Odell's departure at the end of the month. Mr. Volk from WQCP was on site working with Mr. Odell to become familiar with the District's systems. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the Independent Contractor Agreement between the District and Water Quality Control Professionals LLC.

Financial Statements

Mr. Marchetti presented the preliminary May 2016 financial statements. Director Baker noted the water funds 2016 forecast budgets had been revised to reflect the change in operations to WQCP. Upon motion duly made and seconded, it was unanimously

RESOLVED to accept the preliminary May 2016 financial statements.

2015 Audit The 2015 Audit had been presented by Mr. Cudahy and Mr. Miller at the beginning of the RSRMD meeting. The District will receive a "clean opinion". Upon motion duly made and seconded, it was unanimously

RESOLVED to accept the 2015 Audit as presented.

Accounts Payable The Board reviewed the accounts payable list included in the packet. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve and ratify the accounts payable listing as presented.

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Future Meetings The next regular meeting scheduled for July 18, 2016 was cancelled and rescheduled for Tuesday, August 9, 2016 at 9:00 a.m. in the two elk conference room.

Operations Update Director Baker reported on changes to operations staff related to the departure of Mr. Odell. As discussed earlier WQCP will be assuming operations for the water plant and waste water systems; roadway maintenance staff will be provided through VR using Mr. Hensels staff; and back up labor for water and wastewater operations will be provided by VR through Mr. Burn's staff. It is believed this will provide some redundancy in staffing that was lacking the past few years.

Director Baker reported the flow meter has been installed at the Norman system with daily monitoring of the flows.

Alpine Engineering will be asked to provide an overview of the condition of the roadways, including estimated timing for repairs and overlay work.

Adjournment Upon motion duly made and seconded, it was unanimously

RESOLVED to adjourn the June 27, 2016 special meeting of the Holland Creek Metropolitan District Board of Directors.

Respectfully submitted,
/s/ Kathy Lewensten
Recording Secretary