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## RECORD OF PROCEEDINGS

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### Minutes of the Regular Meeting Of the Board of Directors of Valagua Metropolitan District May 21, 2021

The Regular Meeting of the Board of Directors of the Valagua Metropolitan District, Gypsum, Eagle County, Colorado, was held on May 21, 2021 at 1:00 p.m. The meeting was held as a teleconference meeting in accordance with the applicable statutes of the State of Colorado, Public Health Order 20-23, and the state of emergency declared by the Governor of Colorado March 10, 2020.

**Attendance** The following Directors were present and acting via teleconference:

- Don Janklow
- Brandon Causey
- Jeffrey Petersen
- Maury Keller

The following Director was absent and excused:

- Scott Green

Also in attendance via teleconference were:

- Joan Fritsche, Fritsche Law LLC (By telephone)
- Eric Weaver, Marchetti & Weaver, LLC
- Erin McCauley, Marchetti & Weaver, LLC
- Mary Hay, Brightwater Homeowner

#### **Call To Order**

The Regular Meeting of the Board of Directors of the Valagua Metropolitan District was called to order by Director Janklow on May 21, 2021 at 1:04 p.m. noting a quorum was present.

#### **Disclosure Matters**

Ms. Fritsche, District's counsel, advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member disclosing conflicts of interest, stating the fact and summary nature of any matters as required under Colorado law, to permit official action to be taken at the meeting. The Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Director Janklow reported he is an owner of real property within the District and is on the Brightwater Club Property Owners Association Board of Directors. This disclosure is associated with approval of items on the agenda, which may affect his interests.

Director Causey reported that he is an owner of real property within the District and his wife Inga Causey is on the Brightwater Club Property Owners Association

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Board of Directors. This disclosure is associated with approval of items on the agenda, which may affect his interests.

Director Green reported that he is an owner of real property within the District and owns Shades of Green Landscaping that provides contracted landscaping services to the District and the Brightwater Club Property Owners Association. This disclosure is associated with approval of items on the agenda, which may affect his interests.

Director Petersen reported that he is an owner of real property within the District. This disclosure is associated with approval of items on the agenda, which may affect his interests.

Director Keller reported that he is an owner of real property within the District. This disclosure is associated with approval of items on the agenda, which may affect his interests.

Written disclosures of these interests were filed with the Secretary of State and the Board prior to the meeting.

**Changes to the**

**Agenda**      There were no changes to the meeting agenda.

**Public**

**Comment**      There was no public comment.

**Minutes**

The Board reviewed the meeting minutes of the September 18, 2020 Regular Meeting. Upon motion duly made and seconded it was unanimously

**RESOLVED** to approve the meeting minutes of the September 18, 2020 Regular Board meeting as presented.

**Legal**

**Matters**

Ms. Fritsche presented the Annual Administrative Resolution to the Board. Mr. Weaver provided a description of each of the titles for the Board of Directors and it was agreed no changes would be made to the current Board member positions. Upon motion duly made and seconded it was unanimously

**RESOLVED** to approve the 2021 Annual Administrative Resolution of Valagua Metropolitan District.

**Operations**

The Board discussed continuing to use Shades of Green as the landscaping contractor and Shades of Green Landscaping will keep pricing locked in for three

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years. Mr. Weaver noted that this contractor is used for Brightwater Property Owners Association as well.

Mosquito control for 2021 was discussed, including frequency of treatments and pricing. Upon motion duly made and seconded it was unanimously

**RESOLVED** to approve using Vector Disease Control for eight mosquito spraying treatments at a cost of \$2,800.00.

Mr. Weaver provided information on the hiring of Matt Hayden with Elevated Colorado Management for the administrative and operational matters for Brightwater Property Owners Association. Matt Hayden will be the primary point of contact for these matters moving forward, Marchetti & Weaver will be providing accounting services only for the POA.

Mr. Weaver gave a review of the status of the Gypsum Creek Holdings lots at Brightwater. The property is currently listed with a global real estate company.

The fence on the northern boundary is in need of some repairs, however, at this time the neighboring ranchers are working to keep the cattle out and the fence repairs will be revisited at a later date.

#### **Audit**

Mr. Weaver presented the 2020 draft audit, noting that the District received an unqualified or “clean” opinion. It was noted the District was not able to make the full bond payment but has complied with all requirements to keep the Bonds out of a default status. Upon motion duly made and seconded it was unanimously

**RESOLVED** to accept the 2020 draft audit as presented.

#### **Financial Matters**

Mr. Weaver presented the March 31, 2021 financial statements with an itemized review of the balance sheet and statement of revenues and expenditures. He reviewed the historical context for the current state of the bond payments. As long as the District is assessing the maximum mill levy allowed under its Service Plan for debt service, the District is not in default on the bonds for underpayment of required annual debt service required payments under the Bond Indenture. The financials include a preliminary 2022 budget.

#### **Accounts Payable**

The Accounts Payable report was presented to the Board by Mr. Weaver. Upon motion duly made and seconded it was unanimously

**RESOLVED** to approve the March 31, 2021 financial statements and ratify and approve the Accounts Payable.

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The next meeting will take place on September 17, 2021 to adopt the budget and set the Mill Levy for 2022.

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

**RESOLVED** to adjourn the Regular Meeting of the Valagua Metropolitan District Board of Directors this 21<sup>th</sup> day of May, 2021.

Respectfully submitted,

*Erin McCauley*

Erin McCauley  
Secretary for the Meeting