
RECORD OF PROCEEDINGS

Minutes of the Special (Zoom) Meeting of the Board of Directors of Two Rivers Metropolitan District August 11, 2020

A Special (Zoom) Meeting of the Board of Directors of Two Rivers Metropolitan District, Eagle County, Colorado was held on August 11, 2020 at 1:00 p.m., via an online Zoom meeting, in accordance with the applicable statutes of the State of Colorado.

Attendance The following Directors were present and acting:

- Mike Pearson
- KJ McEvoy
- Mark Zbrzeznj
- Esgar Acosta

The following Directors were absent and excused:

- Chad Cremonese

Also in attendance:

- Tom Zancanella, Zancanella & Associates, Inc.
- Matthew Bowles, Zancanella & Associates, Inc.
- Ken Marchetti, Marchetti & Weaver, LLC
- Meghan Hayes, Marchetti & Weaver, LLC, Recording Secretary for the meeting

Call To Order

A Special (Zoom) Meeting of the Board of Directors of Two Rivers Metropolitan District was called to order by Director Pearson on August 11, 2020, at 1:02 p.m. noting a quorum was present.

Conflicts of Interest

Chairman Pearson is the managing Partner and partial owner of 2 Rivers Development, LLC (“**2 Rivers Development**”), which owns a portion of land which is less than 20% of the territory of the District. Additionally, he is the sole owner of Mountain Commercial Advisors, LLC also known as NAI Mountain Commercial (“**Mountain Commercial**” and together with 2 Rivers Development, the “**Companies**”), which has entered into a Management Agreement with the District to provide management services.

The District has issued, and intends in the future to issue, bonds or other debt obligations, the proceeds of which will be used for public purposes, including potentially the reimbursement of costs advanced by the Companies. The District

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has contracted, and intends in the future to contract, for operational services which may be supplied through or by the Companies.

Director McEvoy is employed by 2 Rivers Development, which owns a portion of land which is less than 20% of the territory of the District.

All Directors present stated that the participation of at least three of them in the meeting was necessary to obtain a quorum of the Board or otherwise enable the Board to act; that written disclosures of such potential conflicts of interest of each Director had been filed with the Board and the Secretary of State in accordance with statutory requirements; and that the nature of each Director's private interests related to their employment and/or officership positions with the above-mentioned entities. After each Director had summarily stated for the record the fact and nature of his private interests and had further stated that the determination to participate in voting or take any other action on any contract or other matter in which he may have a private interest would be made in compliance with Section 24-18-201(1)(b)(V), C.R.S., on an ad hoc basis, the Board turned their attention to the agenda items.

Additionally, Chairman Pearson is the sole owner of Fortius Capital, LLC ("**Fortius Capital**"), and the sole owner and manager of North Lot and 116, LLC ("**North Lot**" and together with 2 Rivers Development and Fortius Capital, the "**Companies**").

The Board also intends to consider and take action on a Lease Agreement with Right to Purchase with North Lot under which North Lot is to construct a community park, parking, landscaping and an irrigation system on the property at 35 Bass Loop, Dotsero, CO 81637.

Changes

To Agenda Discussion regarding the Community Park was added to the business section.

Public Input There was no public input.

District Operations

Manager

Report

Operations Manager, Craig Plizga, was unable to attend the meeting due to the Grizzly Creek Fire. Meghan Hayes, Marchetti & Weaver, presented the District Operations Manager Report on his behalf. Ms. Hayes reported that due to COVID the pool, community center and gym are still closed and do not appear to have a

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date to re-open at this time. The Board gave direction to close the pool for the season.

Mr. Plizga is continuing to work on cleaning up beach areas around the lake, particularly behind the community center, to increase the access for community members. There has been much progress made but they are still working towards having a more accessible beach area for the community to use next year.

Mr. Plizga is working with Double M Asphalt to work on a long-term plan for street repairs to determine at what point will we need to start doing overlay work on the streets instead of sealcoating the issues.

Mr. Plizga is working with Backyard Irrigation on the installation of trees along Buffalo Drive. There are some irrigation issues that needs to be addressed before they can move forward but he is hopeful that 5-10 trees will be planted this fall.

There has been some concern from community members regarding trespassing. Mr. Plizga ordered additional signage for around the lakes to help discourage those who do not live in the community from using our lakes. There was also discussion about lake and river access easement on Rainbow. The Board suggested we look into putting up better signage for the easement that identifies that it can be used for Two Rivers Residents and possibly putting up a fence along the easement to help clarify the path.

Concrete Bids

Mr. Plizga presented 3 bids for concrete street repair from L2 Concrete, Double M Asphalt and All Purpose Enterprises. After discussion and upon motion duly made and seconded, it was unanimously

RESOLVED to reach out to Double M to request a more formal proposal that was comparable to the other bids received but that if it wasn't comparable in cost to L2 Concrete, to approve the L2 Concrete proposal.

Ruth Borne Engagement Letter

Ms. Hayes presented the Engagement Letter submitted from Ruth Borne for Land Use planning services. The Board felt the hourly rate of \$300 was excessive for the services we were requiring from her. Ms. Hayes was directed to reach out to Mrs. Borne with a counter offer of \$180/hour, which they feel is a more average price for land planning services in our area. If no agreement can be reached, Ms. Hayes

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will reach out to other Land Planners for proposals to help move along the Parking Lot Land Variance Use Application.

Village Center

Parcel

Update Director Pearson reported that they are still in the process of possibly re-working the partnerships on this project, so at this time there is no update.

Visionary

Broadband

Ms. Hayes reported that Visionary Broadband reached out and was interested in providing Internet services to the community. The Board directed Ms. Hayes to continue discussions with them to see what the next steps would be to have their service in the community.

Community Park

Construction

Update Ms. Hayes inquired about a playground and benches at the community park. Mr. Pearson said that he would have be back in touch on those.

Weed

Control

Director Acosta requested on behalf of concerned community members regarding thistle growth around the lakes. Ms. Hayes reported that All Turf Masters does all Metro District land weed control and will reach out to them to ensure that they are taking care of the areas around the lake. Ms. Hayes also reported that she is in the process of nominating the community for the Weed Warriors program run through the Eagle River Watershed Council and Eagle County.

Water & Sewer

Operations

Update Tony Zancanella was unable to attend this meeting due to the Grizzly Creek Fire. Tom Zancanella and Matthew Bowles were present to represent Zancanella & Associates. Matthew did not have any updates for us at this time except that a permit had been applied for with regards to the Headworks project. Tom was having technical difficulties. We requested that any additional updates be sent to the Board via email after the meeting.

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Minutes The Board reviewed the draft minutes from the June 9, 2020 special meeting, included in the packet. Upon motion duly made and seconded, it was unanimously **RESOLVED** to approve the June 9, 2020 minutes as presented.

Financial Statements Mr. Marchetti reviewed the financial statements for the period ending July 31, 2020 included in the board packet. After discussion and by motion duly made and seconded, it was unanimously **RESOLVED** to accept the July 31, 2020 financial statements as presented.

Accounts Payable The Board reviewed the June and July Accounts Payable lists included in the packet and, by motion duly made and seconded, it was unanimously **RESOLVED** to ratify the June and July Accounts Payable lists.

Tap Fee Schedule There has been no new activity so no Tap Report was included in the packet.

Accounts Receivable The Board reviewed the Accounts Receivable Aging Report. Ms. Hayes reported that there are quite a few more accounts that are delinquent but that does not come as a surprise due to the COVID crisis. She has already been reaching out to customers to encourage them to sign up with a payment plan and will continue to do so.

Sales Tax Report The Board reviewed the Sales Tax report. We are still seeing favorable numbers to what was anticipated so we will continue to watch and adjust the forecast as necessary, but not at this time.

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Adjournment

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

RESOLVED to adjourn the regular Meeting of the Two Rivers Metropolitan District Board of Directors this 11th day of August, 2020.

Respectfully submitted,

Recording Secretary for the Meeting