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## RECORD OF PROCEEDINGS

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### Minutes of the Regular Meeting Of the Board of Directors Two Rivers Metropolitan District June 8, 2021

A Regular Meeting of the Board of Directors of the Two Rivers Metropolitan District, Eagle County, Colorado, was held on June 8, 2021 at 2:00 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:

- Tony Zancanella, Zancanella & Associates, Inc.
- Ken Marchetti, Marchetti & Weaver, LLC
- Craig Plizga, Community Operations Manager
- Meghan Hayes, Marchetti & Weaver, LLC, Recording Secretary for the meeting

#### **Call To Order**

The Regular Meeting of the Board of Directors of Two Rivers Metropolitan District was called to order by Director Pearson on June 8, 2021 at 2:01 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 employ Directors McEvoy and Zbrzeznj.

Additionally, Director 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**").

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

Additionally, the Board has entered into a Lease Agreement with Right to Purchase with North Lot under which the District has leased a community park, parking, landscaping and an irrigation system which North Lot constructed on the property at 35 Bass Loop, Dotsero, CO 81637.

All Directors present stated that the participation of at least two of them in the meeting along with Director Acosta 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 Colorado Secretary of State in accordance with statutory requirements disclosing 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.

**Changes to the Agenda** There were no additions to the agenda.

**Public Input** There was no public input.

**Legal** There was no legal input at this time.

#### **District Operations**

##### **Manager**

##### **Report**

Operations Manager, Craig Plizga, presented his Operations report to the Board. He noted that the Pool and Gym are now fully open and he has noticed a higher number of people using the pool. There was an issue with the irrigation pump in the soccer field that needed to be replaced and is working good now. He has been continuing his conversations with Colorado Parks & Wildlife to remove the small mouth bass in Kokanee Lake. They suggested building up the berm behind the sewer plant to avoid the

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lake from overflowing into the Colorado River. He requested that Fortius remove the large dirt pile at the end of Buffalo Blvd so that the District can landscape the area.

An update was provided on capital projects that are slated for this year. He is working with Ms. Hayes to move forward with these projects.

#### **Village Center Parcel**

**Update** Director Pearson informed the Board that they are continuing to work with engineers regarding infrastructure for the Village Center Parcel and are hoping to break ground in the fall for infrastructure work with vertical construction to begin at year-end.

#### **Water/Sewer Operations Report**

Tony Zancanella reported that he is working with CDPHE Engineer in the design review process for the headworks project. There is a back log and they are anticipating the begin their review in July. With this knowledge, he can now go to the County with the plans for approval. There was a Small Communities Water & Wastewater Grant that he applied for on behalf of the District. Unfortunately, we did not receive the grant but he will re-apply next year. He also noted that there was a water main break. It was repaired and is working properly.

**Minutes** The Board reviewed the April 13, 2021 Regular Meeting minutes. By motion duly made and seconded, it was unanimously

**RESOLVED** to approve the April 13, 2021 Regular Meeting minutes as presented.

#### **Financial Statements**

By motion duly made and seconded it was unanimously

**RESOLVED** to accept the District's Preliminary May 2021 financial statements as presented.

#### **2020 Preliminary**

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**Audit Draft** The Board reviewed the 2020 Preliminary audit draft. Ms. Hayes reported that she is currently working with the Auditor on the final presentation of the numbers in the audit report. After discussion and by motion duly made and seconded it was unanimously

**RESOLVED** to approve the 2020 preliminary Audit Report, subject to the final presentation of numbers being reviewed by Marchetti & Weaver and Director Peason.

**Accounts Payable**

The Board reviewed the April & May accounts payable lists and by motion duly made and seconded it was unanimously

**RESOLVED** to ratify the April & May accounts payable lists as presented.

**Tap Fee Schedule**

There were no updates to the Tap Fee schedule since the April 13, 2021 meeting.

**Accounts Receivable Report**

Ms. Hayes reported that although there has been an increase in account delinquency, she has successfully put numerous accounts on payment plans. She will continue to work with owners who are financially unstable during this pandemic.

**Sales Tax Update**

Mr. Marchetti reported that Sales Taxes have continued to come in more favorably than previously anticipated and that the pandemic has not had as significant an adverse impact as originally thought.

**Adjournment**

There being no further business to come before the Board at this time, 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 8th day of June, 2021.

Respectfully submitted,

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*Meghan Hayes*

Meghan Hayes  
Recording Secretary for the Meeting