

MINUTES OF A JOINT SPEICAL MEETING OF THE
BOARDS OF DIRECTORS

OF THE

MAYBERRY, COLORADO SPRINGS METROPOLITAN
DISTRICT NOS. 1 & 2

Held: Thursday, November 12, 2020, at 9:00 A.M.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Lee Merritt

Also present were: Jennifer Gruber Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Carrie Bartow and Seef LeRoux, CliftonLarsonAllen, LLP, District Accountant; and Brad Simons, PE, MMI Water Engineers, LLC, District Engineer.

**ADMINISTRATIVE
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Tanaka noted that a quorum was present and inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the

participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings

The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Mayberry, Colorado Springs Metropolitan District Nos. 1 and 2, collectively.

Approval of Agenda

Ms. Tanaka presented the Boards with the proposed agenda for the meeting. Upon motion, duly seconded, the Boards unanimously approved the agenda as presented.

PUBLIC COMMENT

None.

CONSENT AGENDA

The Boards were presented with the consent agenda items. Upon motion, duly seconded, the Boards unanimously took the following actions:

- a. Approval of Minutes from the April 9, 2020 Joint Special Meeting
- b. Adoption of Resolution 2020-11-01: 2021 Joint Annual Administrative Resolution
- c. Adoption of Resolution 2020-11-02: Joint Resolution Extending Emergency Procedures and Authorizing Teleconferencing for Regular Meetings
- d. Ratification of Claims (\$7,745.15) (April 2020)
- e. Ratification of Claims (\$44,320.62) (July 2020)
- f. Ratification of Claims (\$23,947.23) (October 2020)
- g. Ratification of Claims (\$61,210.02) (November 2020)
- h. Acceptance of Unaudited Financial Statements as of September 30, 2020
- i. Ratification of Independent Contractor Agreement with Bishop-Brogden Associates, Inc., d/b/a BBA Water Consultants, Inc., for Water Engineering Services dated July 14, 2020
- j. Approval of First Amendment to Funding and Reimbursement Agreement with Mayberry Colorado Springs, LLC for Operations and Maintenance Costs (District No. 1)
- k. Approval of Public Improvements Acquisition and Reimbursement Agreement with Ellicott Utilities Company, LLC (District No. 1)
- l. Approval and Renewal of Consultant and Contractor Agreements for 2021 Services:
 - i. WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, for General Counsel Services
 - ii. CliftonLarsonAllen, LLP for Accounting Services

- iii. MMI Water Engineers, LLC for Engineering Services (updated fees for 2021) (District No. 2)
- iv. Brogden Associates, Inc. for Water Engineering Services (updated fees for 2021) (District No. 2)
- v. Spencer Fane LLP for Special Litigation Counsel Services (District No. 2)
- vi. White & Jankowski, LLC for Water Counsel Services (District Nos. 1 and 2)
- vii. Colorado Water Systems Corp. for Water Sampling and Analysis Services (District No. 1)

FINANCIAL MATTERS

Public Hearing on 2020 Budget Amendment and Adoption of Resolution No. 2020-11-03 (District No. 1)

Mr. Merritt opened the public hearing on the 2020 budget amendment for District No. 1. Ms. Tanaka reported that notice of the public hearing was provided in accordance with Colorado law and no objections were received prior to the hearing. Ms. Bartow reviewed the budget amendment with the Board. There being no public comment, the hearing was closed.

Upon motion, duly seconded, the Board of District No. 1 unanimously approved the budget amendment and adopted Resolution No. 2020-11-03.

Public Hearings on 2021 Budgets and Adoption of Resolution No. 2020-10-04 (District No. 1) and 2020-11-05 (District No. 2): Adopting Budget, Imposing Mill Levy and Appropriating Funds

Mr. Merritt opened the public hearings on the 2021 budgets. Ms. Tanaka reported that notices of the public hearings were provided in accordance with Colorado law and no objections were received prior to the hearings. Ms. Bartow reviewed the budgets with the Boards. There being no public comment, the hearings were closed.

Upon motion, duly seconded, the Boards unanimously approved the budgets and adopted Resolution No. 2020-10-04 (District No. 1) and 2020-11-05 (District No. 2): Adopting Budget, Imposing Mill Levy and Appropriating Funds.

Discuss Processing and Timing for Payment of Claims

The Boards discussed the outstanding payables and need to have invoices brought current and paid timely. Ms. Bartow will work with Mr. Goodson and Mr. Hope to coordinate these.

LEGAL MATTERS

Update Regarding District Website and Consider Engagement of Heatherly Creative, LLC for Website Design Services

Ms. Tanaka noted that the Statewide Internet Portal Authority (“SIPA”) has been inundated with websites and has not yet created a website for the Districts. Ms. Tanaka presented the Boards with a proposal from Heatherly Creative, LLC for website design services as an alternative. The initial cost to set up the website, including hosting services, is approximately \$2,200. Afterwards,

the costs are minimal for any updates and maintenance.

The Boards determined to defer discussion of this matter to a future meeting.

**DEVELOPMENT, ASSET,
AND WATER MATTERS**

Review and Discuss

Mayberry Pump Testing

Proposal and Cost Estimate

Request

Mr. Simons reviewed the proposed project with the Boards and noted a request for proposal will be prepared. Mr. Simons noted he will coordinate with Chris Sanchez at Bishop-Brogden for the proposal. The project is intended to evaluate 2 existing wells, remove the existing equipment, assess the equipment to determine whether it needs to be replaced, monitor water levels, and test the well production capacity. Overall there will be 28 hours of pump testing. Currently it is estimated that the project would be approximately \$15,000. Upon motion, duly seconded by the Boards approved the engagement of a company to do the work in an amount not-to-exceed \$15,000, subject to receipt of developer funding.

Discuss Status of District No. 2's conveyance of certain water infrastructure, water rights and sewer infrastructure to District

Mr. Simons reported that he has worked on getting a good understanding of the existing infrastructure, water rights, and assets, which entities currently own these assets, and which will be required to serve the initial filings within the Districts.

Mr. Simons noted some properties located to the southeast of the Districts which currently receive services from the Ellicott Utilities Company. Mr. Simons will provide further information on this property.

Update Regarding Discussions with Cherokee Metropolitan District

Mr. Simons provide a brief update regarding discussions with Cherokee Metropolitan District.

Water and wastewater coordination

Mr. Simons provide a brief update regarding discussions with Cherokee Metropolitan District for the coordination of water and wastewater services in the area.

Chlorine analyzer at the Viewpoint tank site

Cherokee Metropolitan District requested permission to install a chlorine analyzer at the Viewpoint tank site so they can properly analyze the water they are delivering. The analyzer has been installed at no cost to the Districts.

SCADA alarms for lift stations

Cherokee Metropolitan District advised the Districts that they are currently monitoring 2 alarms for the lift stations which are currently owned and operated by the Ellicott Utilities Company. They would like alarms to be communicated to the Districts'

operators instead of to Cherokee Metropolitan District. Mr. Simons will provide additional information as it becomes available.

Discussion Regarding
Development Activities

Lots 71 and 72 of the Viewpoint Estates subdivision
Mr. Simons reported that the developer has been approached regarding the development of property within the Districts' service area. It is anticipated that this will be developed for residential lots as opposed to commercial, which is the current zoning. The Districts will want to monitor this from the stand point of water demands.

Mayberry Colorado Springs filings and Sunset Village
Mr. Simons reported that there are 4 filings, 2 have been approved, 2 are in process.
Mr. Simons reported that the Sunset Village community is growing and will have demands on the Districts' system(s) that need to be accounted for.

OTHER BUSINESS

Next Joint Regular Meeting
The next joint regular meeting is scheduled for November 11, 2021, at 9:00 A.M.

ADJOURNMENT

There being no further business to come before the Boards, upon motion, second and unanimous vote, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Lee Merritt

[Lee Merritt \(Jan 25, 2021 09:31 MST\)](#)

Secretary for the Districts






Mayberry Execution Packet - Part 1

Final Audit Report

2021-01-25

Created:	2021-01-22
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"Mayberry Execution Packet - Part 1" History

-  Document created by Andie Eckstrum (aekstrum@wbapc.com)
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-  Document e-signed by Lee Merritt (lee@blvdbuilders.com)
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