

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 1

HELD  
January 18, 2024

The Special Meeting of St. Vrain Lakes Metropolitan District No. 1 was held via Zoom and Teleconference on Thursday, January 18, 2024, at 9:00 a.m.

### ATTENDANCE

#### Directors in Attendance:

Christopher Bremner  
Brandon Curiel  
Lyndsey Paavilainen  
Neil Simpson  
Anastasia Urban

#### Also in Attendance:

Matt Gray and Heather Hartung; White Bear Ankele Tanaka & Waldron, P.C.  
Kenny Parrish, Andrew Kunkel, Ronnie Kenfield, and Doug Campbell; Pinnacle Consulting Group, Inc.  
Janelle Kelley; Barefoot, LLC  
Callee Falcon; Altitude Law Counsel

### ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Board of Directors of St. Vrain Lakes Metropolitan District No. 1 was called to order by Mr. Gray at 9:04 a.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Mr. Gray noted that a quorum was present, with five out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Mr. Gray advised the Boards that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. Mr. Gray reported that disclosures for those Board Members who provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, were filed with the Colorado Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and that no action could be taken during this special meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

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Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Urban, and upon vote, unanimously carried, it was

**RESOLVED** to approve the agenda, as presented.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

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CAPITAL  
INFRASTRUCTURE  
ITEMS

Funding and Reimbursement Agreement with Barefoot LLC for Filing 6 Landscape and Fence Construction Project Capital Costs: Ms. Paavilainen presented the Funding and Reimbursement Agreement with Barefoot LLC for the Filing 6 Landscape and Fence Construction Project Capital Costs to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Paavilainen, seconded by Director Bremner, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Funding and Reimbursement Agreement with Barefoot LLC for Filing 6 Landscape and Fence Construction Project Capital Costs subject to finalization and final review by District legal counsel.

Agreement with Barefoot LLC for Construction Management Services: Ms. Paavilainen presented the Agreement with Barefoot LLC for Construction Management Services to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Paavilainen, seconded by Director Bremner, and upon vote, unanimously carried, it was

**RESOLVED** to conditionally approve the Agreement with Barefoot LLC for Construction Management Services, subject to finalization and final review by District legal counsel.

Agreement with Design Workshop for Project Engineer Services: Ms. Paavilainen and Ms. Kelley presented the Agreement with Design Workshop for Project Engineer Services to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

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**RESOLVED** to conditionally approve the Agreement with Design Workshop for Project Engineer Services, subject to finalization and final review by District legal counsel.

Agreement with Pinnacle Consulting Group, Inc. for Filing 6 Project Services: Ms. Paavilainen presented the Agreement with Pinnacle Consulting Group, Inc. for Filing 6 Project Services to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

**RESOLVED** to conditionally approve the Agreement with Pinnacle Consulting Group, Inc. for Filing 6 Project Services, subject to the alteration of terms to include verification of construction completion for warranty transition and subject to finalization and final review by District legal counsel.

Bid Analysis Summary Memorandum for Filing 6 Landscaping Project Scope of Services: Ms. Kelley presented the Bid Analysis Summary Memorandum for Filing 6 Landscaping Project Scope of Services to the Board and answered questions.

Construction Contract with Cocal for Filing 6 Landscaping Project: Ms. Kelley presented the Construction Contract with Cocal for Filing 6 Landscaping Project to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Construction Contract with Cocal for Filing 6 Landscaping Project in the amount of \$1,788,414.80, as presented, and to issue a Notice of Award.

Bid Analysis Summary Memorandum for Filing 6 Fence Construction Project Scope of Services: Ms. Kelley presented the Bid Analysis Summary Memorandum for Filing 6 Fence Construction Project Scope of Services to the Board and answered questions.

Construction Contract with Standard Fence for Filing 6 Fence Construction Project: Ms. Kelley presented a Construction Contract with Standard Fence for Filing 6 Fence Construction Project to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

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**RESOLVED** to approve the Construction Contract with Standard Fence for Filing 6 Fence Construction Project in the amount of \$169,917.00, as presented.

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## EXECUTIVE SESSION

Executive session, pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel related to specific legal questions.

Mr. Gray advised the Board that it was permitted, upon compliance with requisite statutory procedures under the Colorado Open Meetings Law, for the Board to convene an executive session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions. Upon a motion duly made by Director Bremner, seconded by Director Paavilainen, and upon vote, unanimously carried, it was

**RESOLVED** to convene an Executive Session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions.

The Board returned from the Executive Session at 10:34 a.m. Following review and discussion, upon a motion duly made by Director Bremner, seconded by Director Simpson, and upon vote, unanimously carried, it was

**RESOLVED** to approve a settlement offer for reasonable legal fees in an amount not to exceed \$7500.00.

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## OTHER MATTERS

The Board entered into a discussion regarding the filing of conflicts for the 2023 12 21 Special Board Meeting. It was noted that each Board member was asked at the opening of said meeting to disclose any existing or additional conflicts of interest.

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## ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Bremner, seconded by Director Paavilainen, and upon unanimous vote, the meeting was adjourned at 10:40 a.m.

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

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Respectfully submitted,

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Andrew Kunkel, Recording Secretary for the Meeting

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