

# RECORD OF PROCEEDING

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF:

### WILLOW BROOK METROPOLITAN DISTRICT

Friday, October 17, 2025, 2:00 P.M.

#### ADMINISTRATIVE ITEMS

The special meeting of the Board of Directors of the Willow Brook Metropolitan District (District) was called and held on Friday, October 17, 2025, at 2:00 p.m. via teleconference and in person at The Gate House, 524 Ruby Road, Silverthorne, Colorado, in accordance with Colorado law. The following Directors were present and confirmed their qualification to serve on the Board:

**Randy Lewis**, President  
**Jim Hahn**, Secretary/Treasurer  
**Carl Oppedahl**, Director  
**Blake Shutler**, Director

**Director Olbright** was excused from the meeting.

Also in attendance were:

Lisa Lewis  
Jim Neilsen  
Erika Karplus  
Becky Tomasek  
Joey Kraft  
John Longhill  
David Robbins  
Debbie Myers  
David Wingate  
Joe Forrester

Cathi Wingate  
Michael Goode  
Tony Carfagno  
Debby Carfagno  
Janice Meinhold  
Trish Harris, General Counsel  
Carlos Arreola-Karr, District Manager  
Marcos Pacheco, District Manager

#### CALL TO ORDER

- A quorum of the Board was present, and the meeting was called to order at 2:00 p.m. by Director Lewis.

#### DISCLOSURE OF CONFLICTS OF INTEREST

- There were none to report.

#### PUBLIC COMMENT

- There were none.

## APPROVAL OF AGENDA

- Director Hahn suggested reordering the agenda so that the review of the District’s reserve policies would occur before the 2026 Budget discussion. The Board agreed to the modification. Director Shutler moved to approve the agenda as amended, which was seconded by Director Oppedahl and approved unanimously.

## APPROVAL OF MEETING MINUTES

- The Board reviewed the minutes of August 15, 2025, Regular Meeting and the September 6, 2025, Annual Meeting. Director Hahn noted that the August 15 minutes incorrectly listed him as absent, despite his attendance, and requested revisions to clarify the “whereas” clause regarding reserve quantification. CRS confirmed that the corrections would be incorporated. No revisions were requested for the September 6 minutes. Director Hahn moved to approve both sets of minutes as amended. Director Shutler seconded, and the motion passed unanimously. Director Lewis requested that CRS update the District website to include all approved minutes since February, and CRS confirmed this would be completed.

## RESIDENT COMMUNICATIONS

- There were none.

## RROA MATTERS

- Erika Karplus reported that a resident asked whether the firebreak area would be refreshed because dead trees appeared more numerous. Director Lewis stated that any additional action would require Forest Service approval and a renewed environmental assessment. He noted that the Forest Service was satisfied with the 85–90% burn completion rate and planned to return for one additional day of burning to complete work on the remaining piles. He also explained that scorched or fallen trees are considered a natural part of forest recovery and wildlife habitat. Erika indicated she might have additional comments later during the District Identification Images discussion.

## WATER OPERATIONS

- **Update Well 3R:** Director Lewis provided an update on the Well 3 replacement project, reporting that the drilling contractor mobilized earlier that day, and drilling was expected to be completed by Monday. He noted that the well was being drilled as a monitoring well to determine water availability. If production is viable, the District’s water counsel will proceed with relocating the Well 3 permit to the new Well 3R site, which may take 6 to 12 months, followed by CDPHE permitting that may require an additional 6 to 12 months. He reported that year-end expenditures were projected to be approximately \$50,000.
- **Monthly Operator’s Report:** Mr. Pacheco reported on behalf of ORC that system operations were stable, and no concerns had been identified. Production numbers were in progress and would be provided upon completion.

## RANCH OPERATIONS

- **Operations Report:** Director Lewis reported that winter preparations were underway, including installation of snow tires, mobilization of snowplow equipment, and shutdown of irrigation systems. Roads were being repaired and smoothed in advance of winter plowing. A major loader repair had also been completed during the ranch manager’s absence. He described recent wildlife activity, noting increased elk and moose movement and the start of rifle season. He stated that Colorado Parks and Wildlife emphasized the importance of removing salt blocks, which are a significant vector for spreading chronic wasting disease among elk and moose. He further reminded residents that leaving pumpkins outdoors for bears constitutes feeding wildlife and is illegal. Director Lewis also reported that bear activity had been unusually high due to limited natural food sources.

- **Discussion on Donation of a Propelled Mower and Trailer:** Director Lewis informed the Board that Joe Vieschlock had donated a self-propelled mower and trailer to the District. The equipment is expected to assist with clearing vegetation on ditch banks in the hay meadows, and Mr. Vieschlock will be permitted to borrow the mower periodically in accordance with the donation arrangement.

## DIRECTORS' ITEMS

- **Review Reserve Fund Policies:** The Board reviewed the Reserve Policy materials included in the board packet. Director Hahn summarized the existing reserve structure, including the General Fund operating reserve, capital reserve, and TABOR reserve, as well as reserves maintained for the Water Utility, Water Project, SRF loan, Road Paving Fund, and the recently established Stewardship Fund. The Board discussed the adequacy of reserve levels, options for adjusting mill levies, and whether maintaining a two-year reserve for certain predictable debt-service funds remained necessary. Director Lewis emphasized the importance of maintaining strong reserves to protect the District against revenue fluctuations, delinquencies, or unplanned emergencies. No formal action was taken.
- **Public Hearing to Approve 2026 Water Rates:** A public hearing was held on the proposed 2026 water rates, which included a \$75 monthly base rate covering up to 1,000 gallons, and a tiered usage structure charging \$0.065 per gallon from 1,001 to 5,000 gallons and \$0.11 per gallon for usage above 5,000 gallons. Vacant lots would be assessed a monthly reserve fee. Director Lewis explained that the new rate structure was intended to eliminate General Fund subsidies and ensure long-term sustainability of the water system. Following review, Director Oppedahl moved to approve and adopt the 2026 Water Rates structure as presented, and Director Hahn seconded the motion. The motion passed unanimously.
- **Public Hearing to Adopt 2025 Budget Amendment:** Director Lewis opened a public hearing on the 2025 Budget Amendment, explaining that certain projects were being deferred and adjustments were required to align expenditures with current activity. No public comment was offered.
- **Public Hearing to Adopt 2026 Budget:** Director Lewis introduced the 2026 Draft Budget, including the establishment of the Conservation and Land Use (Stewardship) Fund, which will fund future legal and planning needs related to land use matters. He also noted that the statutory deadline to certify the mill levy is December 15, which would require rescheduling the District's December meeting. He stated that final budget adoption was anticipated at the rescheduled December meeting to allow for additional public comment and incorporation of final valuation numbers.
- **District Identification Images:** Director Oppedahl's draft identification image concepts were briefly discussed. Erika Karplus noted she would provide comments once the Board reviewed the updated materials.

## FINANCIAL MATTERS

- **Cash Position and Financial Statements:** Mr. Pacheco presented the District's current cash position and financial statements. Director Lewis asked a clarifying question regarding the principal balance on a District loan, and CRS provided the requested information. Following review, Director Shutler moved to accept the financial statements as presented, and Director Hahn seconded the motion. The motion passed unanimously.
- **Approval & Ratification of Claims:** Mr. Pacheco also presented the claims for approval and ratification. Director Shutler moved to approve and ratify the claims as presented. Director Hahn seconded the motion, and the motion carried unanimously.

## ADJOURNMENT

- There being no further business to come before the Board, Director Shutler moved to adjourn the meeting. Director Hahn seconded the motion, and it passed unanimously. The meeting was adjourned at approximately 4:56 p.m.

Respectfully submitted,

*Carlos Arreola-Karr* \_\_\_\_\_

Secretary of the Meeting