



**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
CATHEDRAL PINES METROPOLITAN DISTRICT
HELD SEPTEMBER 24, 2019
AT 2:00 P.M.**

Pursuant to posted notice, the special meeting of the Board of Directors of the Cathedral Pines Metropolitan District was held on Tuesday, September 24th at 2 p.m., at 13977 Milam Rd., Colorado Springs, CO.

In attendance were Directors:

Bill Heeter
Ecton Espenlaub
John Kelley
Lynn Shepherd

Also in attendance were:

Jamie Adams, Warren Management
Kevin Walker, Walker Schooler District Managers
Kristina Kulick, Walker Schooler District Managers
Janet Kelley

1. Call to Order: The meeting was called to order by President Heeter at 2:04 p.m.

2. Approval of the Agenda: The Board discussed limiting the Agenda to the Lodge discussion. The Board agreed to postpone the Landscaping and Trails discussion. Director Shepherd moved to approve the Agenda as amended; seconded by Director Espenlaub. Motion passed unanimously.

Director Kelley discussed the meeting with Mrs. Atkinson and transition issues that need to be addressed today. Director Kelley went over the approach to replace Lodge management as the previous manager is leaving next week. The Board discussed the plan to award the permanent replacement by January 1st, 2020. The Board reviewed the Lodge Manager Transition Information submitted by Mr. Kelley. Ms. Adams and Mr. Walker commented that together their offices could work to manage the remainder of the year. Director Kelley proposed that he and his wife be considered and presented a management plan and cost proposal. The proposal would utilize themselves (with no compensation to Mr. Kelley for his time) and several friends as Event Supervisors. Director Kelley said it was also appropriate to recuse himself from the vote on this matter. Director Espenlaub noted the issues in the past with Mr. Atkinson being on the Board and having his wife involved at the Lodge. President Heeter said he does not have an issue but is concerned about the appearance. Mr. Walker noted the conflict issue is not difficult to figure out by discussing it with legal and seeing how we could make it right. The Board discussed that they could move forward with that if President Heeter and Mr. Walker discuss it with the attorney. The Board agreed that it is a good short-term solution until the end of the year if the

details are discussed with legal. Mrs. Kelley noted that the people they have spoken with have knowledge in plumbing repair, landscaping and one person is an Emergency Tech, so they have unique skills and they are mature adult professionals. They also have current managers available for the events for October, November and December. Director Espenlaub moved to approve the proposal for the Lodge management and all the interim support items until the new contract can be put into place if it is approved by legal; seconded by Director Shepherd. Motion passed, Director Kelley recused. President Heeter asked Mrs. Adams to let Director Cawfield know of the vote.

3. Approval of the August 5, 2019 Special Meeting Minutes: Director Espenlaub moved to approve the meeting minutes; seconded by Director Kelley. Motion passed unanimously.

4. Management Matters

a. Subcommittee reports

• Lodge – Lynn/John

- Status of ADT Security System Proposal – The Board discussed that once the contract is signed, they will schedule the installation. Director Kelley discussed having Stratus configure the new lines with the existing phone lines.
- Status of A/V/I Proposal from Magnolia – Director Kelley reported they are working on scheduling the installation date which will probably be the end of October. Magnolia will need 3 full days back to back to complete the installation. The Board discussed needing to approve payment for the \$15,000 balance during November's meeting.
- Release of RFP -action required – Director Shepherd discussed the RFP updates with the Board. The Board discussed the possibility of publishing the RFP closer to October 1st. Mr. Walker noted the attorney is reviewing the Lodge Contract and he could review the RFP as well if the Board wanted. The Board went over the minimum and maximum percentage of compensation based on revenue and how it's in the best interest of the District to have quality bids. Director Espenlaub suggested including that the 25 to 35% is the expected range. The Board agreed that is a good change to the RFP. The Board reviewed parking issues during past Lodge Events and how they can make changes moving forward. Director Shepherd moved to proceed with the RFP pending legal approval; seconded by Director Espenlaub. Motion passed unanimously.
- Establish date for next Volunteer Clean-up Day; implement volunteer injury waiver form – Director Kelley reported that there was tremendous effort by the volunteers and a lot of weeding and tree pruning was done on the stone patios. Director Kelley said he would like to recognize those who participated in the newsletter. He noted that he hoped there was more participation and feedback but is looking forward to another event in Spring. The Board discussed allocating money for detailed attention to the grounds and landscaping. Mr. Walker suggested adding a few thousand dollars in the budget for landscape detail. Mrs. Adams recommended giving advance notice of community clean-ups on the calendar at the beginning of the year. She also suggested the clean-up events could be a way for teenagers in the community to get their volunteer hours.
- Future utilization of vacant Murphy office – Director Kelley asked the Board to consider one office to be available for the Lodge Manager, and the benefit of the Murphy office is that it has a window. Director Espenlaub suggested having an old U-Haul truck to be able to move and store lodge chairs in the barn. The Board discussed the possibility of using the office as a bridal suite area.
- 2020 Plan - preliminary budget impact discussion – Director Shepherd said she did not have much to report as we don't have clarity on revenue and need to review booked contracts. The Board discussed the budget for snow plowing. Director Espenlaub discussed the debt

service and how much cushion the District should have. Director Kelley said he confirmed with the underwriter there is no reserve requirements. Mr. Walker noted they proposed to the County that the O&M mill levy would cap it at 15. The Board discussed using the reserve to pay next year's bonds. Mr. Walker noted they can project the mill levies during the budget discussions.

- Landscaping, Irrigation and Ponds – Gregg/John
 - GOCO Grant Application – Mr. Walker reported that the GOCO grant application was submitted. He noted it may take a few applications before we are approved for the grant, but we should know by November 1st.
- f. Snow plowing update: Mrs. Adams discussed the snow plow proposals. President Heeter suggested Mrs. Adams checks with Jake's Design Landscaping because they are interested in submitting a proposal.
- h. FEMA Claim Update: Mr. Walker reported that he has received all the FEMA documents from Mr. Atkinson. Director Kelley moved to send a Thank You Resolution to the Atkinsons for their service to the District; seconded by Director Shepherd. Motion passed unanimously.

5. Legal Matters:

- a. Letter of Engagement for White, Bear, Ankele, Tanaka & Waldron – President Heeter moved to accept the Letter of Engagement for White, Bear, Ankele, Tanaka & Waldron; seconded by Director Espenlaub. Motion passed unanimously.

6. New Business

7. Financial Matters:

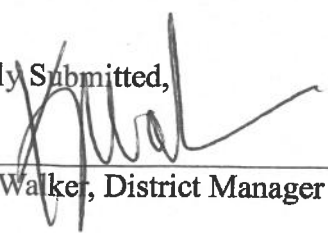
- a. Acceptance of Unaudited Financial Statements as of August 31, 2019, the schedule of cash position updated as of August 31, 2019 and bank statements – Director Espenlaub moved to ratify the approval of the Financials; seconded by President Heeter. Motion passed unanimously.
- b. Approval of Payables for the Period Ending September 7, 2019 – Director Espenlaub moved to approve the Payables; seconded by President Heeter. Motion passed unanimously.

8. Public Comment: There was no public comment.

9. Other Business: Next Meeting October 14, 2019: The Board changed the regular meeting date to the third Tuesday of the month at 10:00 a.m. effective next month on October 15, 2019.

10. Adjournment: President Heeter moved to adjourn at 4:04 p.m.; seconded by Director Kelley. Motion passed unanimously.

Respectfully Submitted,


By: Kevin Walker, District Manager

THESE MINUTES ARE APPROVED AS THE OFFICIAL SEPTEMBER 24, 2019 MINUTES OF
THE CATHEDRAL PINES METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS
SIGNING BELOW:

Bill Heeter, President



Lynn Shepherd, Vice President



Ecton Espenlaub, Treasurer

Gregg Cawlfeld, Assistant Secretary

John Kelley, Director

CATHEDRAL PINES METROPOLITAN DISTRICT

Please print the requested information below. If you wish to address the Board during public comment, please indicate that by checking the box under the public comment column. Public comment will be taken in the order they appear on this sheet. Public comment is limited to three (3) minutes.

Name	Address	Telephone/Email	Public Comment Please check if you wish to address the Board. Please note comments are limited to 3 minutes.
Tara Kelley	4915 Foxchase Way 205, 20 80908	(719) 930-7434 jnetkelley@falconbb.net	<input checked="" type="checkbox"/>
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