



**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
CATHEDRAL PINES METROPOLITAN DISTRICT
HELD JANUARY 20, 2021
AT 10:00 A.M.**

Pursuant to posted notice, the regular meeting of the Board of Directors of the Cathedral Pines Metropolitan District was held on Tuesday, January 20th at 10:00 a.m., via telephone and video conference call.

In attendance were Directors:

Bill Heeter
John Kelley
Ecton Espenlaub
Lynn Shepherd
Rick Stauch

Also in attendance were:

Kevin Walker, Walker Schooler District Managers
Rebecca Hardekopf, Walker Schooler District Managers
Jamie Adams, Warren Management
Lina Hoekman, Lodge Manager
Ashley Dixon, A Cut Above

1. Call to Order:

- a. Meeting operating under previously adopted Emergency Resolution 2020-3-1: President Heeter called the meeting to order at 10:00 a.m. and confirmed all board members were present.

2. Approval of the Agenda: Director Espenlaub moved to approve the Agenda as presented; seconded by Director Shepherd. Motion passed unanimously.

3. Approval of Board Meeting Minutes – Regular meeting on November 17, 2020: President Heeter clarified a point of discussion in the minutes and noted the soil in the medians is not bad, but dry due to the drought conditions. Director Shepherd moved to approve the November 17, 2020 Minutes as amended; seconded by Director Stauch. Motion passed unanimously.

4. Adoption of Posting Resolution: Mr. Walker explained the Posting Resolution and noted it allows for electronic posting of meeting notices on the website. President Heeter moved to approve the Posting Resolution as presented; seconded by Director Stauch. Motion passed unanimously.

5. Election of Board Officers for 2021:

- a. President, Vice President, Secretary/Treasurer, Assistant Secretary: Mr. Walker asked for Board Officer nominations. Director Stauch nominated Bill Heeter for President, seconded by Director Espenlaub. Director Espenlaub nominated Lynn Shepherd for Vice President, seconded by Director Stauch. President Heeter nominated Ecton Espenlaub for Treasurer, seconded by Director Stauch. Director Kelley expressed interest in the Treasurer position. Director Espenlaub said he would like to continue as Treasurer to help evaluate options to restore Lodge revenues based on return investment and to continue monitoring and managing District expenses and incomes. Director Espenlaub discussed the need to focus on Lodge revenues and working to get expenses monitored in real-time. Director Kelley said he believes in getting new perspectives among the Board and sees the benefit of rotating positions and different responsibilities. Director Kelley discussed issues and errors with billing and noted if there was more time spent reviewing documents and making sure they are correct before it goes to the Board it could be helpful in making financial decisions. He noted the primary responsibility of the Board is management of taxpayer dollars, so more emphasis on that could be a benefit. The Board was directed to a website to cast their anonymous vote for Treasurer. Ecton Espenlaub was elected Treasurer by a vote of 3-2.

Director Kelley asked what the role and function of Secretary includes and if it is necessary position. Mr. Walker believes it is a necessary Board position and required by State statutes, and there are times when the Secretary is required to sign bond documents. The Board discussed the functions of the Secretary and Assistant Secretary positions. Mr. Walker confirmed the President and Treasurer positions are required and must be members of the Board. Director Stauch suggested Mr. Walker be the Secretary of the Board. Mr. Walker requested time to speak with legal since it is usually a board member who fills the position. The Board agreed to postpone the decision until next meeting.

- b. Division of responsibilities -landscape, lodge, etc. local community liaison, El Paso County, community issues, HOA liaison, Newsletter: President Heeter discussed the division of responsibilities. Director Espenlaub confirmed he would like to continue working on trail maintenance. Director Shepherd would like to continue as the Lodge liaison for at least one more year to grow the vision for the Lodge. Mrs. Adams noted a member of the community, Chad Behnke who is a realtor and is interested in serving as the local community liaison. Director Stauch discussed a possible conflict of interest with him being a realtor. Director Kelley suggested Mr. Behnke could self-identify and disclose the conflicts of interest. He also noted there are advantages to having a realtor who is plugged into the area around us and the insights they could provide. Director Kelley would be in favor of accepting his offer to serve as the local community liaison. Mrs. Adams will reach out to him for more information. The Board discussed the lack of response from El Paso County and the need for a community member to help reach out to the County. Director Kelley suggested reaching out to the community again to see if anyone is willing to help. He noted if they do not receive interest, he would be willing to step in and help. President Heeter will include it in the January Newsletter. Director Stauch said he would continue as the HOA liaison. President Heeter discussed the Newsletter and that he is happy to continue doing it but would like Board feedback on if he should continue. Director Stauch said he thinks the Newsletter has provided an extraordinary benefit to the community, and it is reasonable for President Heeter to seek assistance. Director Stauch said he could provide a quarterly HOA update to be included in the Newsletter. Director Kelley suggested reaching out to the community to see if there are contributions. Director Kelley also suggested sending the draft to the Board for review before publishing it. The Board agreed the Newsletter is an important tool to communicate with the community.

6. Financial Matters:

- a. Review of Unaudited Financial Statements as of December 31, 2020: Mr. Walker presented the Unaudited Financial Statements as of December 31, 2020. He noted the District received the remaining funds from the COVID-19 Relief application. After review and discussion, President Heeter moved to accept the Unaudited Financial Statements as of December 31, 2020 with specified changes; seconded by Director Stauch. Director Espenlaub noted a missing line item for Mrs. Hoekman's expenses that was a discussed change. Ms. Hardekopf will get the line items corrected on the 2021 budget in Quick Books. Motion passed unanimously.
- b. Approval of Payables for the Period Ending December 31, 2020: Mr. Walker presented the Payables for the period ending December 31, 2020. After review and discussion, Director Stauch moved to approve the Payables for the period ending December 31, 2020; seconded by Director Espenlaub. Motion passed unanimously.
- c. Review of Bill.com and possible acceptance: Mr. Walker discussed implementing Bill.com as a resource for the District to document invoices and allow for Board signatures on checks electronically. The Board agreed that Bill.com sounds like a good resource and tool for the District.
- d. 2021 Budget Review: Mr. Walker presented the review of the 2021 Budget. The Board discussed projected Lodge revenues. Mr. Dixon joined the meeting.
- e. Status of COVID-19 Relief Application and FEMA reimbursement: There was no additional discussion.

7. Objectives for 2021:

- a. Lodge: Director Shepherd discussed Lodge objectives for 2021 and agreed with Director Kelley's suggestion of a conservative approach to spending until we are more confident with revenues. Director Shepherd discussed continuing to identify areas where we can streamline operations and be more efficient with capital improvement projects. She discussed capital improvement items and internal remodeling items including renaming the bridal and groom suites, so they are not wedding or gender specific to be more inclusive. Another objective for 2021 is to complete the audio/visual upgrades and to add the outdoor component. President Heeter suggested completing a competitive analysis to compare the Lodge with other local facilities.
- b. Landscaping: President Heeter discussed landscaping objectives including the transplanting of trees in late Spring. He noted that would be at no cost to the District thanks to Trees 4 Tomorrow. President Heeter discussed installing irrigation in the medians to support the newly transplanted trees, as well as cleaning up the mailbox area. President Heeter discussed the overview of the long-term landscaping plan and noted there are 2 proposals which will be presented to the Board in February. President Heeter discussed a plan to clean up and remove dead shrubs in the medians and entrances throughout the community.
- c. Trail Maintenance: Director Espenlaub discussed trail maintenance objectives for 2021 and noted he would like to spread recycled asphalt on the driveway to the barn to prevent erosion. He discussed trees that need removal and areas of the trail that need erosion repair.
- d. Ancillary Programs (Recycling Event, Holiday Decorating, etc.): President Heeter would like to raise the issue again of joining the HOA's recycling event as well as the possibility of holiday decorating. President Heeter discussed resurfacing the Lodge parking area and expanding the parking space if the finances allow.
- e. By-Laws and Code of Conduct: President Heeter explained that there are currently no specific operating guidelines for the Board, so he will provide the Board with a draft of By-Laws and Code of Conduct for the Board to review and provide feedback on. Director Kelley requested

ample time to review and evaluate. Director Kelley also requested a dollar amount that the District could safely spend in the next 6 months so the Board can prioritize projects.

- f. Bill.com: There was no additional discussion.

8. Status of Metro Contracts for 2021:

- a. Annual Service contracts: Mr. Walker confirmed the contracts were not officially adopted yet. The Board agreed to review and approve the contracts at the next Board meeting.
- Walker Schooler District Managers
 - Warren Management
 - White Bear Ankele Law Firm
 - Lodge Management
 - Landscaping and Snow Removal – A Cut Above
- b. Long term contracts
- Rental of Storage Shed - A Cut Above: President Heeter explained that A Cut Above is interested in renting the storage shed as long as the District provides secure access and a monitored security system, and Trees 4 Tomorrow would store their equipment outside of the shed. Director Kelley moved to approve the rental of storage shed by A Cut Above; seconded by Director Stauch. Motion passed unanimously.
 - Security Services for Lodge and Storage Shed: Mr. Walker discussed the fire monitoring proposals and noted the fire board is not operating and needs to be fixed. Mr. Walker said he will send proposals for security to the Board by the end of the month for review.
 - Fire maintenance
 - Waste Connections: Mrs. Adams noted the Board needs to make a decision on Waste Management and terminating their contract since they are trying to say the District will have to pay them out until May. Waste Connections is ready to start in the beginning of the year. Mr. Walker confirmed there is not a contract with them, and the District should not pay them after December.
 - Pond management
- c. One-time contracts/work orders
- Emergency Repairs, Electrical Concerns, Cleaning, Tree Removal No discussion

9. Status of Metro Project Proposals for 2021 - These items were postponed for discussion

- a. Tree Trimming and Removal
- b. Resealing Asphalt and Addition of Parking Spaces at Lodge
- c. Sealing of Exterior of Lodge
- d. Pond Maintenance
- e. Long-term Landscape Design Plan for Community

10. Lodge Management Update:

- a. Status of current and future operations: Mrs. Hoekman discussed the status of current and future Lodge operations. Mrs. Hoekman said she is optimistic for the future and noted that people are ready to start celebrating again. She is anticipating bookings to pick up in the later half of the year. The Board discussed the possibility of investing in an outdoor tent for more events and increased capacity. Mrs. Hoekman discussed chairs and noted the best rates are with an overseas vendor, but the shipping is taking double or triple the time to ship due to COVID and customs, so she wanted the Board to be aware of the shipping delay. Director Kelley suggested a customer survey question, “How would you rate the value you received for your event?”
- b. Lodge Improvements for 2021: There was no discussion.

11. HOA Update These items were postponed for discussion

12. Legal Matters These items were postponed for discussion

- a. Homeowners' Release from Liability for Maintenance of Adjacent Land

13. New Business These items were postponed for discussion

- a. Temporary Signage Guidelines

14. Public Comment: There was no public comment.

15. Other Business:

- a. Schedule Board Meetings day/time/dates for balance of 2021: The Board agreed to schedule regular meetings of the Board for the third Tuesday of every month at 10:00 a.m.

16. Adjournment: Director Espenlaub moved to adjourn. The Board agreed to pick the Agenda up where they left off next month. The motion was seconded by Director Stauch. Motion passed unanimously at 12:32 p.m.

Respectfully Submitted,

By: Kevin Walker, District Manager

THESE MINUTES ARE APPROVED AS THE OFFICIAL JANUARY 20, 2021 MINUTES OF THE CATHEDRAL PINES METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Bill Heeter, President

Lynn Shepherd, Vice President

Ecton Espenlaub, Treasurer

John Kelley, Director

Rick Stauch, Director