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# RECORD OF PROCEEDINGS

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## Minutes of the Board of Directors Work Session of Headwaters Metropolitan District April 1, 2020

### Attendance

The following Directors were present:

- Lance Badger
- Dustin Lombard
- Christopher Harff

Also in attendance were:

- Clint Waldron, White Bear Ankele Tanaka & Waldron
- Megan Murphy, White Bear Ankele Tanaka & Waldron
- Eric Weaver, Marchetti & Weaver LLC
- Kathy Lewensten, Recording Secretary
- Jace Wirth, GP Granby Amenities Holdings, LLC
- Andre Wirth, GP Granby Amenities Holdings, LLC
- Marise Cipriani, Granby Realty Holdings
- Various additional members of the public and press

### Call to Order and Declaration of Quorum

The work session of the Board of Directors of Headwaters Metropolitan District (HWMD) was called to order by Director Badger at 2:02 p.m. noting a quorum was present. He explained due to the Executive Order issued by Governor Polis on March 25, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-24 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on March 26, 2020, the meeting is being held in a teleconferencing format.

Director Badger reviewed the procedures that will be followed for today's teleconferencing work session.

### Disclosure of Potential Conflicts of Interest

The Board restated their disclosures publicly for clarification purposes. It was confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The Board noted, for the record, that these disclosures are restated at this time with the intent of fully complying with laws pertaining to potential conflicts. Additionally, in some instances the Board determined that participation by the directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

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## **Amenity Operations and RFP response for Management:**

Director Badger presented background information related to Granby Ranch, the Metro Districts and the related amenities. He reiterated that the HWMD Board will not be able to take action on the Proposal for amenity management until the District has received official notification of termination of the current management agreement from Granby Ranch Amenities LLC. He strongly encouraged all parties to work towards a smooth transition between operators, if that is determined to be the best course of action.

Director Badger read into the record a letter received from Granby Ranch Amenities LLC dated March 31, 2020, a copy of which is attached.

Director Badger turned the work session over to the RFP respondent, Andre and Jace Wirth of Ridgeline Executive Group (REG) acting on behalf of GP Granby Amenities Holdings, LLC. They presented background information, their qualifications and reviewed the process they have used to date to become more familiar with the Granby Ranch amenity operations. They stated they have prepared several scenarios for transition of management and stated they have consultants available for support and trade association affiliations which may prove beneficial. They discussed several hypothetical scenarios. They expressed the desire to include homeowners in discussions once through a transition noting the homeowners are a critical core customer base for the amenities.

The next steps were discussed. REG requested the attendance of a HWMD representative at any meetings between GRA and themselves to better keep the District informed of information being shared and topics discussed. The Board agreed this would be beneficial.

## **Future Meetings**

A work session or special meeting was scheduled for Wednesday, April 8, 2020 at 2:00 p.m. for further discussion related to the Amenities Management proposal. The meeting will be held by teleconference similar to today's meeting. The meeting date or time may be changed depending on the progress made by REG & GRA.

## **Adjournment**

Upon motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the work session of the Headwaters Metropolitan District this 1st of April, 2020.

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Respectfully submitted,  
*Kathy Lewensten*  
Secretary for the Meeting