

**MINUTES
BOARD OF MANAGERS SPECIAL MEETING
MERIDIAN LAKE PARK CORPORATION
TUESDAY, SEPTEMBER 10, 2019
4:00 P.M.**

Present: DJ Brown
Roger Woodward
Chuck McGinnis
Scott Winn
Beth Hise
Scott Hamilton
Fred Rock (by phone)
Kurt Giesselman
Robin Smith
Gary Rainwater
Rob Harper, Toad Property Management

Rob called the meeting to order at 4:02 pm and confirmed there was a quorum.

DJ read a short statement recusing herself from the meeting due to a perceived conflict of interest. DJ explained Beth Appleton, the Association's legal counsel, would be providing guidance on updating the current Conflict of Interest Policy and also providing examples of Disclosure Documents and Confidentiality Agreements which all Board members would be asked to complete and sign in the future. DJ left the meeting.

Chuck explained the purpose of the meeting was to allow the Water Committee to give an update and discuss how to move forward with discussions with the Mt. Crested Butte Water & Sanitation District. Chuck said Gary and Kurt were attending the meeting as Presidents of the Associations for Pristine Point and Meridian Lake Meadows and Kurt had also served on the District's Board. Roger made a motion for the Board to delegate authority to the Water Committee and especially the Chair of the Committee to speak directly with the District and legal counsel as necessary and provide reporting back to the MLPC Board. Concern was expressed about the combative nature of recent email exchanges and it was felt email comments had been misinterpreted and in the future open dialogue would avoid much of the recent conflict. Chuck seconded the motion and it was unanimously approved.

Chuck said the Memorandum of Agreement caused problems for the District as the District's accounting methods had not been set up in a way to adequately separate all expenses which were solely the responsibility of Meridian Lake residents. Chuck said the recent Raftelis research commissioned on behalf of the District was to review MLPC expenses since 1995 and provide an accurate accounting of income and expenses relating to Meridian Lake residents. Chuck gave a brief summary of specific sections of the Memorandum of Agreement, subsequent amendments, improvements to the Meridian Lake water and sewer system and accounting of capital and operating expenses.

It was agreed it was difficult to discuss the findings of the District's study without having the opportunity to review the study prior to the presentation at a public meeting. Informal meetings with representatives of the District prior to the presentation and release of the Raftelis study would be beneficial and it was agreed approaches would be made to the District.

Mark Hamilton, the MLPC legal counsel for water issues, had recommended formally requesting a copy of the Raftelis study so legal counsel and possibly a CPA could review and advise the Board how to proceed although

initial approaches indicated the District would not provide a copy of the study prior to the formal presentation. It was agreed informal requests would be made to the members of the District to discuss the findings of the Raftelis study prior to a formal presentation of the study.

Roger made a motion to grant the Water Committee authority to start working on a Budget to cover legal, accounting and miscellaneous expenses to review the findings of the Raftelis study. Beth seconded the motion and it was unanimously approved.

It was agreed Mark Hamilton would be asked for additional thoughts regarding the Raftelis study being commissioned by the District's legal counsel instead of the District. Chuck explained the Water Committee would not be meeting with Mark Hamilton on September 18, 2019 but would continue informal telephone exchanges to keep Mark advised of our progress and to seek his advice.

It was agreed a formal update on discussions with the Water District would not be made to owners until more information was known but MLP Board members were authorized to respond to any direct owner questions honestly.

It was confirmed the regular Board meeting would be September 24, 2019 at 3 pm and Rob said financial information would be available for that meeting and Rob asked additional Agenda items be sent in as soon as possible.

The meeting adjourned at 5:38 pm.

Prepared by Rob Harper, Toad Property Management