

## **RECORD OF PROCEEDINGS**

MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
STEAMBOAT SPRINGS AREA FIRE PROTECTION DISTRICT  
HELD  
August 29, 2018

A special meeting of the Board of Directors of the Steamboat Springs Area Fire Protection District (referred to hereafter as "Board") was convened on Wednesday, the 29<sup>th</sup> day of August, 2018, at 5:00 P.M., at Centennial Hall, 124 10<sup>th</sup> Street, Rooms 113/114, Steamboat Springs, Colorado.

### ATTENDANCE

#### Directors in Attendance Were:

Eric Schmidt, President/Chairman (via teleconference)  
Karl Gills, Vice-President  
Tom Ihrig, Treasurer  
Randall Hannaway, Secretary

#### Also in Attendance Were:

Chuck Cerasoli, Deputy Chief; City of Steamboat Springs  
Fire Department  
Kammy Tinney; Pinnacle Consulting Group, Inc. (via  
teleconference)  
Dino Ross, Esq., and Matt Court, Esq.; Ireland,  
Stapleton, Pryor & Pascoe, P.C. (via teleconference)  
Gary Suiter, City Manager; City of Steamboat Springs  
Dan Foote, City Attorney; City of Steamboat Springs

Chairman Schmidt called the meeting to order at 5:31 P.M.

Chairman Schmidt declared that a quorum of the Board was present, with four of four Board members in attendance. There is one vacancy on the Board.

### ADMINISTRATIVE MATTERS

Agenda: A proposed agenda was distributed for the Board's review and approval. Following review and discussion, the agenda was approved, as presented.

Disclosure of Potential Conflicts of Interest: Chairman Schmidt inquired whether there were any conflicts to disclose by Board members present, which have not already been adequately disclosed. There were no such conflicts to disclose.

Public Comment: There were no members of the public present.

LEGAL MATTERS

Review and Consider Approval of Revisions, if any, to draft Pre-Inclusion Intergovernmental Agreement between the City of Steamboat Springs and Steamboat Springs Area Fire Protection District: Director Gills and Director Hannaway provided a summary of the August 28, 2018 Steamboat Springs City Council meeting to the Board. Directors Gills and Hannaway reported that City Council reviewed the Pre-Inclusion Agreement and noted the following items:

- The City would like to retain the second floor at 840 Yampa property.
- The City would like to terminate the lease after the new fire station is constructed.
- The City has projected that they will save \$1.8 million.

Mr. Suiter reported that the City feels positive regarding the overall discussion. Mr. Suiter reported that there was significant discussion regarding equal contribution by all parties involved in the agreement, and how the City would use the projected savings.

Attorney Foote reported that the revisions to the Pre-Inclusion Agreement represent the discussion that was held, and if the Pre-Inclusion Agreement is approved as-is by the District, he expects approval by City Council at its September 4, 2018 meeting.

Executive Session: Pursuant to § 24-6-402(4)(b) and (e) of the Colorado Revised Statutes, Director Hannaway moved that this special public meeting of the Board of the Steamboat Springs Area Fire Protection District adjourn and, upon an affirmative vote of at least two-thirds of the quorum present, that the Board reconvene in Executive Session to receive legal advice, determine positions relative to negotiations, develop strategy for negotiations, and instruct negotiators regarding draft pre-inclusion agreement with the City of Steamboat Springs. Director Gills seconded the motion. The vote carried unanimously. Ms. Tinney was invited to attend the Executive Session.

Attorney Ross certified for the record that, pursuant to § 24-6-402(4)(b) of the Colorado Revised Statutes, all of the executive session discussion will constitute an attorney-client privileged communication and will not be recorded.

The Board went into Executive Session at 5:40 P.M.

The Board did not engage in substantial discussion of any matter not enumerated in § 24-6-402(4)(b), C.R.S. The Board did not adopt any proposed policy, position, resolution, rule, regulation, or formal action. The Executive Session was adjourned at 6:46 p.m. on a motion by Director Gills, seconded by Director Ihrig and passed by the affirmative vote of all members.

The Board reconvened in regular session at 6:09 P.M.

Following review and discussion, upon motion duly made by Director Hannaway, seconded by Director Gills and, upon vote, unanimously carried, the Board rescinded approval of the prior version of the Pre-Inclusion Agreement dated August 20, 2018.

Following review and discussion, upon motion duly made by Director Gills, seconded by Director Ihrig and, upon vote, unanimously carried, the Board approved the revised version of the Pre-Inclusion Agreement submitted on August 29, 2018, with effective date of September 4, 2018, subject to approval of the City of Steamboat Springs.

---

DIRECTOR'S  
ITEMS

There were no Director's Items brought before the Board for consideration.

---

COMMUNITY  
MATTERS

There were no Community Matters brought before the Board for consideration.

---

OTHER BUSINESS

Ms. Tinney provided the Board with an update regarding publication and notice to property owners.

---

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Hannaway, seconded by Director Ihrig and, upon vote, unanimously carried, the meeting was adjourned at 6:20 P.M.

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL MINUTES OF THE AUGUST 29, 2018 SPECIAL MEETING OF THE STEAMBOAT SPRINGS AREA FIRE PROTECTION DISTRICT BOARD OF DIRECTORS, BY THE DIRECTORS SIGNING BELOW:

\_\_\_\_\_  
Eric Schmidt

\_\_\_\_\_  
Tom Ihrig

\_\_\_\_\_  
Randall Hannaway

\_\_\_\_\_  
Karl Gills

I hereby attest that the information communicated during the Executive Session, which was not recorded, constituted privileged attorney-client communications.

\_\_\_\_\_  
Dino Ross, Esq.

I hereby attest that the Executive Session was confined to the topics authorized for discussion in Executive Session pursuant to C.R.S. 24-6-402(4)(b).

\_\_\_\_\_  
Eric Schmidt, President