RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS AUTHORITY HELD APRIL 17, 2013

A special meeting of the Board of Directors (referred to hereafter as the "Board") of the Beebe Draw Farms Authority (referred to hereafter as the "Authority") was convened on Wednesday, the 17th day of April, 2013, at 6:00 P.M., at the Pelican Lake Ranch Community Info and Sales Center, 16502 Beebe Draw Farms Parkway, Platteville, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:
Paul "Joe" Knopinski, President (via speakerphone)
Jeffrey T. Hare
Michael Welch
Christine Hethcock (via speakerphone)

Also In Attendance Were:
Lisa Johnson; Special District Management Services, Inc. (via speakerphone)

MaryAnn McGeady, Esq.; McGeady Sisneros, P.C. (via speakerphone)

Angie Powell (via speakerphone), Linda Cox (via speakerphone) and Doug Tabor; Beebe Draw Farms Metropolitan District No. 1 Board members

DeWayne Colby; Property Manager

Jennifer Teets; Resident

Rod and Lisa Gantenbein; Residents

Darrin and Kelly Diederich; Residents

Debra Street; Resident

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Ms. Johnson noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. It was noted that Directors Hethcock and Knopinski's Disclosure Statements has been filed.

ADMINISTRATIVE MATTERS

Agenda: Ms. Johnson distributed for the Board's review and approval a proposed Agenda for the Authority's special meeting.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Hare and, upon vote, unanimously carried, the Agenda was approved, as amended.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Review and approve Minutes of the March 12, 2013 regular meeting.
- Review and approve the payment of claims through the period ending April 8, 2013, as follows:

General Fund:	$	22,013.31
Infrastructure Fund	$	4,250.00
Amenities Fund	$	945.00
Total:	$	**27,208.31**

- Review and accept unaudited financial statements through the period ending February 28, 2013.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Welch and, upon vote, unanimously carried, the Board approved the consent agenda.

PUBLIC COMMENT

Public Comment: There were no public comments.

FINANCIAL MATTERS

2012 Audit: The Board entered into discussion regarding the status of the 2012 Audit. It was noted that the fieldwork is complete and that the 2012 Audit will be presented, as planned, at the June 11, 2013 regular Board meeting.

OPERATIONS AND MAINTENANCE

Action Items Status: The Board reviewed the action items status matrix, which is attached hereto and incorporated herein by this reference.

Revised Pool Rules and Regulations: Director Welch and Mr. Tabor presented the committee's recommended revisions to the current pool rules and regulations and discussed with the Board the results of the meeting on March 30, 2013.

Debra Street and Lisa Gantenbein questioned how the committee determined the maximum number of people that can use the cabana area on a first come-first served basis.

The Board discussed mirroring the policy regarding maximum number of members and guests for use of the cabana to that of the pool.

The committee recommended changing the maximum number of guests per membership from 5 guests to 7 guests.

The Board discussed keeping the limit on guests for a party at 20 guests.

The Board then discussed whether to allow alcohol at the cabana area and agreed to allow alcohol use in the cabana area only.

Mr. Tabor will incorporate the revisions discussed at this meeting and present the revised set of rules to the Board at the May meeting for approval.

The Board then discussed reconsidering the need for security cameras at the pool and surrounding areas. The Board determined to revisit this issue in the next few months or when the need arises.

The Board discussed the policy related to use of the community center by the public. Director Hethcock will send Ms. Johnson the current policy and reservation form and then Ms. Johnson will work with Director Welch to revise and present to the Board at a future meeting.

Pool Manager Position: Ms. Johnson confirmed with the Board that Stacie Gantenbein had been selected as the Pool Manager for the 2013 season.

Director Hare explained that he received an e-mail regarding the age requirement change from 16 to 14 for pool assistants. Ms. Powell had noted to Ms. Johnson that the Authority's age requirement was 16 years old based information she received from Ms. Alexander during the 2012 pool season related to an age requirement for employees handling chemicals and operation and maintenance of boilers. Ms. Powell researched this information on the OSHA website and

determined that employees must be 15 years old to handle pool chemicals and 16 years old to operate or maintain boilers. Director Hare suggested that this information be shared with Stacie Gantenbein, the new Pool Manager, and that the decision to hire staff under the age of 16 be left to her discretion with the understanding that employees under the age of 16 will have restrictions with regard to chemicals and interaction with the boiler. Ms. Johnson will meet with Stacie Gantenbein and share this information with her.

The Board also directed Ms. Johnson to broadcast the opportunity for employment at the pool in the community to fill all positions.

Landscape Design by Alpine Gardens: Ms. Cox reviewed with the Board the designs for the entry way and parkway landscaping as prepared by Alpine Gardens. Director Hethcock voiced concerns with the amount of ornamental grasses suggested for the entry way and parkway areas. Ms. Cox will invite Director Hethcock to the next meeting with Alpine Gardens to discuss her concerns and determine options.

FIRST READING:

Suggestions regarding the Vehicle Storage Area: The Board determined to defer discussion regarding suggestions from a resident concerning the Vehicle Storage Area. The Board will discuss this matter and revisions to the Vehicle Storage Agreement at the next meeting.

EMERGENCY READING:

Change in Weld County Assessment of Oil and Gas Production Valuation: President Knopinski presented his research on the change in Weld County assessment of oil and gas production valuation and the affect it has on the Authority and the Districts. He noted that Weld County has recently made a change, at the direction of the State Property Tax Administrator, to the way they value oil and gas production to mirror the way royalty payments are calculated. He reported that this may have a negative impact on the way the County will determine the assessed valuation for the Districts. President Knopinski contacted Tim McCarthy with Tamarack Consulting, LLC ("Tamarack") to discuss the cost to update the current oil and gas maps to research and evaluate the oil and gas spacing units within the boundaries of the Authority. Director Hethcock identified that Tamarack would not need to evaluate all of the wells but only the ones that may extend outside of the Authority boundaries. President Knopinski will talk with Mr. McCarthy and ask him to revise his proposal and present the revised proposal at the meeting next month.

CAPITAL AMENITIES

Potential Acquisition of Undeveloped Property from Developer: The Board entered into discussion regarding the potential acquisition of undeveloped property from the developer.

Appraiser for Land Outside of Filing No. 1 Owned by REI: It was noted that Value Consultants, Inc. has been retained to prepare an appraisal for land outside of Filing 1 owned by REI with a value not based upon development potential but on a bulk sale. It was noted that a deposit was made and that work on the appraisal is in progress.

Design and Construction of a New Maintenance Facility: The Board entered into discussion regarding the status of the design and construction of a new maintenance facility. President Knopinski provided a map that identified the three areas that a new maintenance facility could be located and asked Mr. Tabor and his committee to confirm the locations. The above-referenced map is attached hereto and incorporated herein by this reference. Ms. Cox commented that she felt that only two sites were viable. She suggested that she would like to share these sites with the equestrian committee. President Knopinski will have a topographic map prepared of the potential sites.

SECOND READING:

Operation and Maintenance Reserve: The Board entered into discussion regarding increasing the Operation and Maintenance Reserve.

Following discussion, upon motion duly made by Director Hare, seconded by Director Welch and, upon vote, unanimously carried, the Board determined to allocate $30,000 from the Amenities Fund to the Operations and Maintenance Reserve Fund with the plan to repeat this action every year for the next five years, beginning in 2013.

INFRASTRUCTURE

FIRST READING:

Installation of New Street Signs in the Community and Proposal from Biltrite Sign Service, Inc.: Ms. Cox reported that she will present a proposal from Biltrite Sign Service, Inc. to install new street signs for review at the May Board meeting.

OTHER BUSINESS

Recognition of Service: President Knopinski recognized Director Hare for his service on the Authority Board as well as the District No. 1 Board and thanked him for his service.

Director Hare noted that the closing on the sale of his house is scheduled to occur early next week and that although he will no longer qualify to be a Board member, he is still willing to invest his time to help with any pending issues.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Hare, seconded by Director Welch, and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By _____
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 17, 2013 MINUTES OF BEEBE DRAW FARMS AUTHORITY BY THE BOARD OF DIRECTORS SIGNING BELOW:

_____
Paul "Joe" Knopinski

_____
Jeffrey T. Hare

_____
Michael Welch

_____
Christine Hethcock

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 4/02/13)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
Community Center Expansion	03/08/11	Linda Angie			X				04/12/11 – Committee will meet on April 14, 2011 at 6 p.m. Four to five residents expressed interest in attending. 05/10/11 – Linda Cox gave a report on the outcome of community meeting and presented a memo on the expansion of the community center. The Board asked the committee to share the information with Halcyon Design, LLC. 06/3/11 – committee met with Halcyon Design (Kelly) and shared their information. Kelly will contact the committee when the work is complete. 07/13/11 – committee meeting scheduled for July 21, 2011 at 7 p.m. Kelly will present 2 designs to the committee. 08/04/11 – committee met and will present information to Authority Board in September. 08/09/11 – The Board directed the committee to work with Halcyon Design, LLC to prepare a plan with elevations and then schedule a work session to present the information to the community. 09/07/11 – Metro District/ POA Fall Pig Roast scheduled for 9/25/11 @ 5:00 pm where a presentation will be given on future Community Center Expansion 09/25/11 – Community will preview sketches at Pig Roast. 11/04/11 – Linda and Angie will give an update at the November board meeting. 11/09/11 – Kelly to provide cost estimate of Phase 1, Phase 2 and full project. D1 will draft a survey to all residents soliciting input on future amenities. 02/14/12 – Cost estimates were presented. Committee will prepare an FF&E estimate and report back to BOD. BOD decided to hold a work session in March to solicit

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									feedback from the community. 04/18/12 – work session held. Expansion will be included in amenities survey that will be distributed to residents soon. 10/09/12 – BOD directed staff to add to the November agenda discussions on the design and construction of a new maintenance facility as the first phase of the expansion of the community center.
Rules and Regulations Regarding Amenities - Enforcement of oil and gas property reclamation - Policy for mail room postings (who is responsible and how long should things remain) - Use of community of center and how to provide access - Clarify pool party rules and fees	08/14/12	Mike Doug			X				The Board will establish a resident committee to draft the Rules and Regulations. Joe to draft an email soliciting interest from community members and transmit to Liz for distribution. 08/04/11 – email drafted and transmitted to residents. Jeff is the contact for interested parties. 09/20/11 – Committee will be established in October 2011. 12/13/11 – no new report. 02/14/12 – no new report. Work in progress. 04/18/12 – no new report. 06/28/12 – no new report. 07/10/12 – no new report. 08/17/12 – Mike to establish a committee to create a process to solicit desires of community members and draft rules and regulations related to use of amenities. Include MaryAnn and T. Charles Wilson in review of draft rules. 10/09/12 – Mike will schedule a meeting with the committee in the next 30 days. 11/7/12 – Mike held meeting on October 25, 2012. He will provide a report at the November board meeting. 12/12/12 – Mike will schedule another committee meeting. 02/12/13 – Doug will meet with committee members to draft revisions to the current pool rules and will present

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									this information at the March board meeting. 04/02/13 – Community meeting held on March 30, 2013 to solicit comments on current pool rules and regulations and suggestions for revisions.
- Lease at Milton Lake	08/09/11	Joe Christine			X				Joe, Christine and Jeff met with FRICO to discuss extending the term of the lease etc. They will schedule a follow-up meeting with FRICO to continue the discussions. 11/09/11 – MaryAnn to draft an agreement with FRICO. 12/13/11 – BOD directed MaryAnn to send FRICO the assignment of the lease to the Authority and ask them to execute and to request a meeting to discuss terms of the lease and expansion of use. BOD also directed staff to solicit proposals from Environmental Consultant. 02/07/12 – MaryAnn has spoken with an Environmental consultant. Information that was received was transmitted to the Board. MaryAnn has also drafted the assignment to FRICO and transmitted it to FRICO for review and execution. 04/18/12 – Geitner Environmental provided a report to the Board. BOD will review report and discuss further at May meeting. 06/14/12 – BOD decided to review the results of the amenities survey to determine desire by community for recreational use on Milton Lake before moving this agenda item forward. 07/18/12 – Surveys sent to residents for response. 11/7/12 – surveys complete. Boating on Milton Reservoir ranked in the top five most desirable amenities and it also ranked very high with negative votes. Community seems divided on this potential future amenity.
Barrier Around Pool Fence	07/10/12	DeWayne			X				Install barrier around bottom of pool fence to keep toads, snakes, etc. out of pool area. DeWayne will install

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 4/02/13)

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		Dan							over the winter. 04/02/13 – DeWayne has begun the installation of the frog fence. Work to be completed by April 5, 2013.
Oil and Gas Mapping	08/14/12	Lisa Tim Christine			X				BOD approved a contract with Tamarack Consulting for the preparation of an oil and gas map. Liz prepared service agreement and transmitted to Tim McCarthy. 09/11/12 – work in progress. 10/19/12 – draft map was circulated to Joe and Christine for review. Christine provided comments. Tim to schedule meeting with Christine. Once map is complete, Tim and Lisa will determine if all wells are being taxed correctly. 11/7/12 – Christine to schedule a meeting with Tim McCarty to finalize the map. 12/4/12 – Christine met with Tim and Jason. Tim will work to finalize the map and then work with staff to ensure the oil and gas revenue from production is accurate for current and previous years. 1/28/13 – Tim is working on AV and Production data. He will also prepare a map showing parcels (existing and planned) with pipeline, easements, buffers around well heads, etc. He will begin work on this map the week of January 28, 2013. 04/02/13 – map has been completed. Tim is working with Christine to add additional details.
Chemical Room at Pool	09/11/12	DeWayne Dennis Dan			X				DeWayne and Dennis to learn the operations of the mechanical room in spring 2013. 04/02/13 – Dan met with Ted (Peak One Pools) in March to discuss the start-up of the pool. Ted will train Dan, DeWayne and Dennis on the chemical room operation in May 2013.
Oil and Gas Committee	10/09/12	Christine Joe			X				Christine will meet with the oil and gas committee to review the recommended changes to the surface use agreements. Joe and Christine will contact Dufford and

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									Brown and request a detailed explanation of charges received to date.
Cheat Grass Mitigation	10/09/12	DeWayne			X				Linda has contacted CSU extension for best times to treat and a list of vendors to solicit cost of product. 10/11/12 – DeWayne has purchased the chemicals. 12/4/12 – DeWayne had to rebuild sprayer. He will coordinate with Tina Wooten in early Spring to identify cheat grass areas for spraying. 04/02/13 – DeWayne will contact Tina Wooten the week of April 1, 2013 to solicit information on the appropriate time of spraying for cheat grass.
Landscape Master Plan at Entry and Gatehouse	10/09/12	Linda			X				Linda will contact Alpine Gardens to request a proposal to prepare a master plan of the area. She will also contact the CSU extension to determine if they have a program that would address design and maintenance. 11/7/12 – Linda met with Alpine Gardens and will have a proposal to review at the December meeting. 02/12/13 – Linda will contact Alpine Gardens to provide a proposal for review at the March 2013 meeting. 04/02/13 – proposal presented and approved by BOD at March meeting. Agreement was drafted and routed to Alpine for execution. Agreement has been returned and work has begun.
2013 Pool Manager	02/12/13	Lisa						X	Lisa to draft solicitation for 2013 pool manager. Doug posted notice in mail room. Lisa transmitted information via email to all residents. Resumes are due March 20, 2013. 04/02/13- Stacie Gantenbein has accepted the position of pool manager for the 2013 season. She will begin the process of hiring attendants as well as begin evaluating chemical needs, functionality of the robot, supply needs, etc.

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RV Storage Facility – rental agreement and 2013 billing		Anna			X				04/02/13 – Anna has reviewed the RV storage facility rental agreement and determined that revisions are needed. Suggested revisions have been transmitted to MaryAnn for review and comment. Anna has also reviewed the information related to the spaces rented in the facility and status of payment. Dan has visited the site to confirm the information and provide updates. Anna has contacted several users to confirm the rental information and status of billing.
Budget Items and Future Projects for Consideration		**Authority**				**X**			**Costs and/or decisions for the following:** **1. -Pool tile repair and pool contractor for 2013– Ted will evaluate pool by mid-May and determine pool tile repair needs and then will repair tiles prior to pool opening in 2013.** **2. -Tree thinning at Lake Christina - ongoing** **3. -Gatehouse - interior repairs to drywall from plumbing leak (Dennis and DeWayne)** **4. -Purchase cover for stainless steel BBQ at pool** **5. -Tractor AC repairs** **6. -Pool furnishings – 1- lounge chair, 20 chairs, 15 mini-tables – recommend replacing with a darker color.** **7. -Pool Lift to meet ADA requirements – on hold, Authority needs to develop a plan for addressing in future years once major structural changes are made to the pool.** **8. -Robot for pool – Stacie to determine if robot is functional. If not, Dan will locate service provider for repair work.** **9. -Front button on drinking fountain does not work. Repair to occur in spring 2013.** **10. -On and off smell of chlorine gas and natural gas in mechanical room. Will address in spring 2013.**

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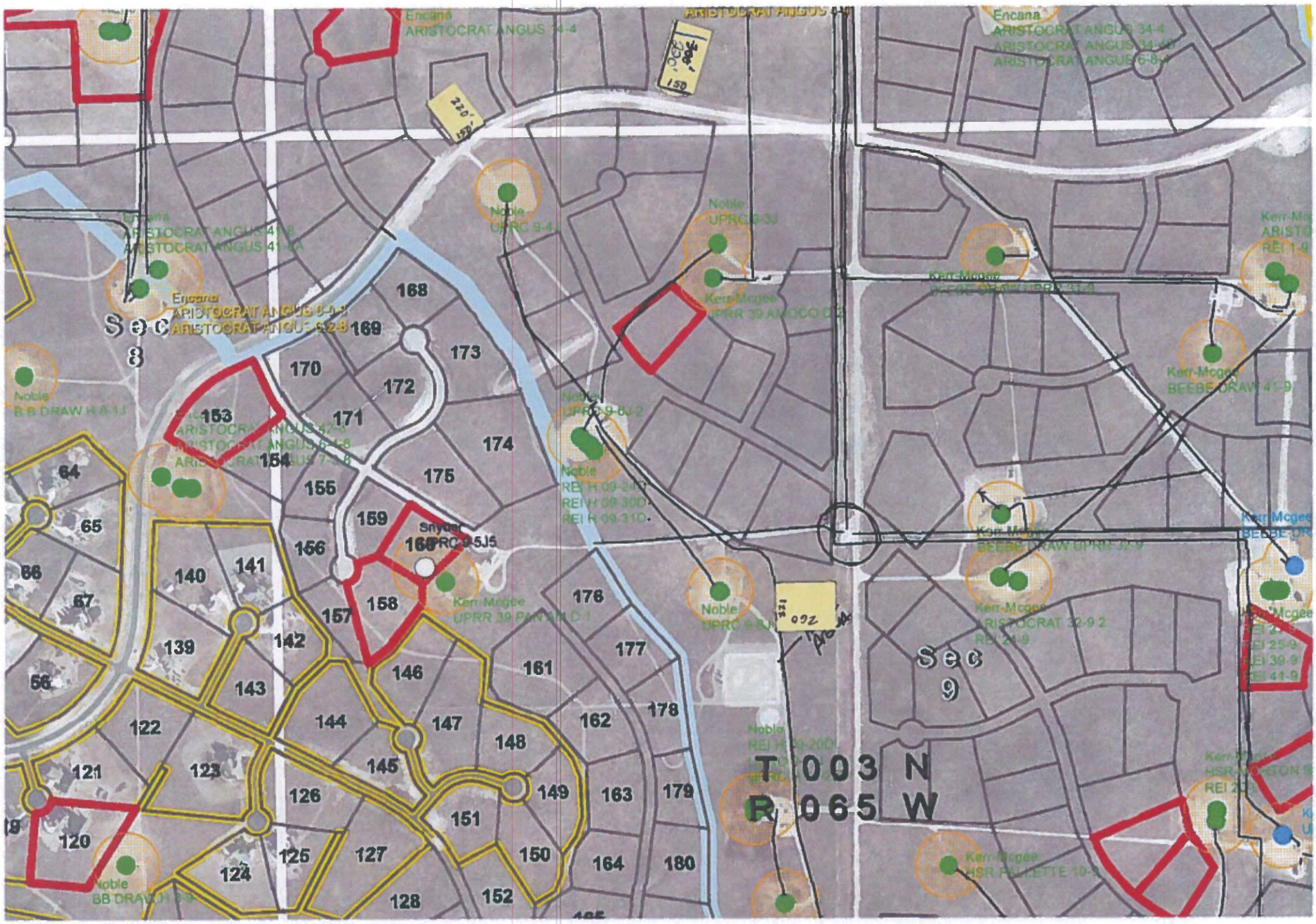
									11. -Water level sensors for both pools are not working properly. Wading pool overflows, large pool needs to be filled with hose. Will be addressed in spring 2013. **12. -Need new sprayer to hose down pool deck and rinse vacuum bag. Will be addressed in spring 2013.** **13. -Fan in women's bathroom not working. Will be addressed in spring 2013.** **14. -Round pieces in bottom of skimmer are missing. Will be addressed in spring 2013.** **15. -Back flushing pumps is very difficult as handles are hard to move – same for handles to manually vacuum pool. Will be addressed in spring 2013.** **16. -solicit proposals for the 2013 audit.** **-Re-work irrigation system around sport court, not enough gpm to provide sufficient water to trees (were hand-watered all summer)**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