RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS AUTHORITY HELD JULY 8, 2014

A regular 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 Tuesday, the 8th day of July, 2014, 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
Douglas A. Tabor
Christine Hethcock via speakerphone
Glen Adkins

Also In Attendance Were:
Lisa Johnson; Special District Management Services, Inc.

Elisabeth A. Cortese, Esq.; McGeady Sisneros, P.C. (via speakerphone)

Linda Cox (via speakerphone), Michael Welch and Josh Freeman; Beebe Draw Farms Metropolitan District No. 1 Board Members

Bill Caldwell, Resident

Kelly and Karen Webb, Residents

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 have been filed, however, not by the 72-hour deadline.

ADMINISTRATIVE MATTERS

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

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

SECOND READING

Consider Sending Board Members to the 2014 SDA Conference: The Board received and discussed the request from District Nos. 1 and 2 to send board members to the 2014 Annual SDA Conference in Keystone, Colorado on September 10, 11, and 12, 2014. District No. 1 has two board members interested in attending and District No. 2 has one board member interested in attending.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Adkins and, upon vote, unanimously carried, the Board authorized three board members to attend the 2014 SDA Conference.

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the June 10, 2014 regular meeting.
- Approve the payment of claims through the period ending July 8, 2014 as follows:

General Fund:	$ 33,347.01
Infrastructure Fund	$ 258,410.26
Amenities Fund	$ 353.00
Total:	$ **292,110.27**

- Approve unaudited financial statements through the periods ending June 30, 2014.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Adkins and, upon vote, unanimously carried, the Board approved the consent agenda with the revisions noted in the June 10, 2014 minutes.

PUBLIC COMMENTS

Public Comments: No public comment was received.

LEGAL MATTERS

Phased Exclusion and Inclusion of Property: Attorney Cortese presented a memo regarding phased exclusion and inclusion of property per the Authority Establishment Agreement. Attorney Cortese has updated the memo to include an explanation of the Capital Pledge Agreements as well as discussion on the flow of revenues.

The Board reviewed the memo and provided comments. Attorney Cortese will revise with the comments received and transmit the revised memo to the Board and staff.

SECOND READING

Discuss and Review Encanca Access Agreement: The Board deferred action on this item to the August 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.

Pool Manager Report: The Board reviewed the monthly pool manager's report.

Status of Weekly Operation and Maintenance Meetings: Directors Adkins, Cox and Tabor commented that the weekly meetings are going very well and they feel the operation and maintenance responsibilities are being met.

Update on the Purchase of Pool Furniture: Director Cox commented that the pool furniture will be delivered on July 9, 2014. She has asked Director Tabor and Ms. Checkets to coordinate the acceptance of the pool furniture.

FIRST READING:

Beaver Removal at Lake Christina and Milton Reservoir: Director Tabor summarized the issues with beavers causing destruction of trees at Lake Christina and Milton Reservoir. He has contacted a service provider and solicited a proposal for beaver removal at both locations. It was determined that removal of beavers at Milton Reservoir would require permission by the Farmers Reservoir and Irrigation Company ("FRICO").

The Board was in favor of removing the beavers at Lake Christina. Director Tabor will obtain the proposal and present at the August board meeting.

CAPITAL AMENITIES **SECOND READING:**

Proposal from Halcyon Design, LLC: It was noted that Ms. Deitman, Director Tabor and Attorney Cortese have scheduled a meeting to discuss the proposal on July 9, 2014. The Board deferred action until the August board meeting.

INFRASTRUCTURE **Development of the Front 36 Lots and Associated Infrastructure**: Mr. Volle provided a written update on the status of the project. Fiore and Sons have completed all of the work with the exception of the northern cul-de-sacs. They will prepare and pave the northern cul-de-sacs from July 14-25.

The Board asked Ms. Johnson to follow-up with Mr. Volle regarding the issue raised by a resident regarding the interruption of the horse trail due to the new cul-de-sac.

Drainage Issue: Mr. Volle addressed the drainage issue that was brought to the attention of the Authority by Mr. Caldwell in June. The drainage issue with the culvert at Fairbanks and Beebe Draw Farms Parkway will be addressed when the Encana access road is relocated. The pooling of water on asphalt issue will be repaired when the northern cul-de-sacs are paved.

Change Order No. 7: Director Hethcock presented Change Order No. 7 which includes work to re-locate the existing Encana access road with recycled asphalt.

Following discussion, upon motion duly made by Director Hethcock, seconded by President Knopinski and, upon vote, unanimously carried, with Directors Tabor Adkins supporting, the Board approved Change Order No. 7 to the Fiore and Sons contract using the recycled asphalt option. Mr. Volle will provide the amount of the change order once prepared.

EXECUTIVE SESSION: Pursuant to Section 24-6-402(4)(f) of the Colorado Revised Statutes, upon motion duly made by Director Tabor, seconded by Director Adkins and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 7:00 p.m. for the purpose of discussing personnel matters. Furthermore, pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of those portions of the executive session that, in the opinion of the Board's attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 7:17 p.m.

Employment Policy: The Board discussed a policy regarding the termination of free pool memberships to employees whose employment has been terminated.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Adkins and, upon vote, unanimously carried, the Board adopted a policy that if employment of a pool staff member is terminated during the pool season, the free pool membership given as part of their compensation is terminated and the employee may pay the then current pool membership fee to continue to use the pool through the remainder of the pool season.

ADJOURNMENT

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

Respectfully submitted,

By _____
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL JULY 8, 2014 MINUTES OF BEEBE DRAW FARMS AUTHORITY BY THE BOARD OF DIRECTORS SIGNING BELOW:

_____
Paul "Joe" Knopinski

_____
Douglas A. Tabor

_____
Christine Hethcock

_____
Glen Adkins

BEBEE DRAW FARMS AUTHORITY

July 8, 2014

Please ***print*** your name, address and phone number and the issue(s) you are interested in addressing at this meeting.

NAME	ADDRESS	TELEPHONE/EMAIL	ISSUE(S) TO BE ADDRESSED
Bill Caldwell	16497 S. Ledyard	970-515-7822	
Kelly & Karen Webb	16495 Essex	970-785-6363	

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

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			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

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									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 - Rental of community center	08/14/12	Doug Linda			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

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									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. 04/17/13 – BOD discussed the proposed revisions to the current rules and heard public comments. Doug will incorporate the suggested revisions into the document and present at the next board meeting. 06/03/13 – 2013 pool rules have been revised and approved.
Lease at Milton Lake	08/09/11	Joe Christine MaryAnn			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

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									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. 06/10/14 – Christine will schedule a meeting with Barry Bowman and Doug Tabor to review the current lease and then schedule a meeting with FRICO.
Cheat, Rye and Mustard Grass Mitigation	10/09/12	Doug			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. 06/26/2013 – BioTree will mitigate cheat grass in the fall of 2013. 07/09/13 – BOD directed staff to: 1) contact Tamarack Consulting to prepare a map of total area in need of mitigation, 2) identify a plan for opting in by residents and property owners, 3) bid the work. 08/07/13 – Dan met with Tina Booten to discuss cheat/rye and mustard grass mitigation in the community. Tina provided Dan with a list of vendors who could spray for these species. Dan will work with Tamarack to revise the map of the areas in need and solicit proposals and present at the September meeting. 09/04/13 – Dan will present proposals at the September meeting. 09/10/13 – Dan presented a proposal for weed mitigation for an approximate cost of $29,645.14. The Board did not support this expenditure at this time. Doug will do a bit more research into options for

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									mitigation and on the herbicide Plateau. 10/08/13 – The BOD plans to test the benefit of spraying on a 25 or 50 acre location. Location still to be determined. 01/14/14 – Dan to provide a map to Doug of possible locations for spraying. 02/06/14 – Dan and Doug met and Dan provided map. Doug will meet with committee prior to the board meeting. 02/11/14 – Committee met and designated two locations to test the benefits of spraying. Doug and Angie will research vendors and cost to purchase chemical. 06/10/14 – spraying and mowing in testing area has begun.
Appraisal of Undeveloped Land	07/09/13	Joe Doug			X				BOD approved additional $500 to Value Consultants to re-value the undeveloped property to include its value and use to the Authority. Joe to notify Beverly of approval. 09/10/13 – discussion deferred. 10/08/13 – Joe continues to work with Clifton Larson Allen and Tamarack Consulting to solicit a proposal to update the oil and gas revenue projections on the undeveloped land. 11/18/13 – Joe and Doug will solicit proposals from Tamarack and CLA. 01/14/14 – This item is on hold until the valuation of oil and gas revenue issue has been resolved with Weld County. 06/10/14 – D1 discussed this item during their June meeting and determined that given the asking price of the vacant land, the Authority should not move forward with the next steps of possible acquisition. Christine commented that she would confer with her partners to

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									confirm the price of the vacant land.
New Maintenance Facility	10/08/13	Kelly Doug Lisa			X				BOD approved a proposal from Tamarack Consulting to survey the land needed for the new maintenance facility. Lisa to draft change order. Joe to discuss specifics with Tim and Kelly. MaryAnn to work with Doug on County process. Tim to survey land within 30 days. BOD to review entire proposal at November meeting. 11/18/13 – Staff and Doug has located a site within Filing 1 that may be suitable to construct a new maintenance facility. Tamarack is currently surveying the desired site. 01/08/14 – Kelly commented at the December 2014 board meeting that the site identified to be acquired is in a good location to meet the needs of a new maintenance facility. 01/14/14 – Kelly will prepare color elevations for Option B for February board meeting. 02/11/14 – Kelly presented color elevations. BOD discussed funding. Next step is to schedule a community meeting in April. 04/02/14 – community meeting is scheduled for April 12, 2014 at 9 am. 06/04/14 – Kelly to continue to work with the County on the approval process. MaryAnn to work with Kelly on the design/build concept and statutory requirements. 06/10/14 – Kelly to work with MaryAnn on revisions to her proposal.
Development of 36 Lots Construction	03/11/14	Christine Mark Lisa							03/12/14 - Pre-construction meeting was held and the project will begin later this month. Christine to work with Mark to ask Fiore to use access other than Beebe Draw Farms Parkway. Mark to draft summary of

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									project. Lisa to distribute to community and post in mail room. 05/07/14 – project is progressing. BOD will consider approval of change order nos. 1 and 2 at the May meeting. 06/04/14 – BOD will consider approval of change orders 3-6 at June meeting. 06/10/14 – BOD approved CO's 1-6. Project is almost complete.
Chip Sealant Project	07/09/13	Dan Lisa			X				Dan will review the original and revised report from Empire Management to determine recommendations for pavement maintenance in 2013 09/10/13 – BOD approved the proposal from Empire Management for a NTE $1800. SDMS to draft agreement. Dan will communicate the concerns expressed by the community regarding past crack sealant services and the project management of those services to Empire Management. He will communicate their response to Lisa who will communicate the response to the Board and Debra Street. 10/08/13 – Empire Management will inspect the roadways by the end of week of 10/07/13 or beginning of the week 10/14/13 and provide written report. 11/18/13 – report completed. Empire does not recommend any road maintenance for 2013. They do recommend a chip sealant project on all roads in 2014. The board has included this project in the 2014 budget. 01/14/14 – Dan will contact Empire to solicit a timeline for the chip sealant project as well as a proposal for project management. 02/10/14 – proposal has been received. 02/11/14 – BOD reviewed proposal and will consider approval at the March meeting. Dan to ask if the contractor will fill compressions in the road before the

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									chip sealant process. Doug would like to be involved in the preliminary and final inspection process. 03/12/14 – BOD approved agreement with Empire Management, LLC for project management. SDMS to draft agreement and coordinate project with Empire. 04/02/14 – service agreement has been drafted and routed to the consultant for execution. 05/07/14 – service agreement executed. Empire will bid the work to be completed in Summer 2014. 06/10/14 – Empire Mgmt. is working on preparing bid documents. Lisa has requested construction contract template from Elisabeth to include in bid documents.
Port-a- Toilet Removal	07/09/13	Dan			X				Dan received contact information from Doug on a vendor in the area that may be able to remove the port-a-toiled that was left behind by the previous vendor who is no longer in business. Dan will make contact with this vendor and solicit a cost to dispose of the port-a-toilet. 08/27/13 – Doug provided a vendor to Dan to contact to possibly remove the port-a-toilet. Dan has left a message and will follow-up. 09/27/13 – Dan found a vendor who accepted the responsibility to remove the port – a- toilet. 02/10/14 – Dan will research other options. 06/10/14 – Glen will post an advertisement on Craig's list for the port-a- toilet.
Maintenance at RV Storage	08/13113	DeWayne			X				Mow weekly and spray for weeds in and around the RV Storage area. Remove the weeds and remove the fence posts.
NO DIVNG stickers at Pool	10/08/13	Dan			X				Contact Peak One Pools and solicit cost to replace NO DIVING stickers around pool deck. 03/12/14 – cost per sticker is $15.71. Authorized the purchase of 6 stickers. 05/07/14- stickers will be installed during Pool start-

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/01/14)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									up.
Job Description for Property Manager	03/11/14	Doug			X				03/12/14 – Doug will draft a job description and circulate to the BOD and staff for review. 06/04/14 – job description drafted and circulated to BOD and staff for review.
Rodent Mitigation 2014	01/14/14	Dan Lisa		X					Dan to contact Major Boddiker to discuss the 2014 rodent mitigation program and timing. 03/12/14 – RMWSI provided a proposal for prairie dog mitigation. Lisa to review expenses paid in 2012 and 2013 for prairie dog and snake mitigation. Dan to solicit estimate of cost from RMWSI for snake mitigation for 2014.
Budget Items and Future Projects for Consideration		**Authority**				X			**Costs and/or decisions for the following:** **1. -Purchase cover for stainless steel BBQ at pool** **2. -Pool furnishings – Proposal included on April 2014 agenda. Linda will work with Leah to order new furniture.** **Furniture has been ordered.** **3. -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.** **4. Chip Sealant work in 2014. Include center line striping in scope of work.** **-Re-work irrigation system around sport court, not enough gpm to provide sufficient water to trees (were hand-watered all summer)** **-Landscape and Entryway Monumentation Project – possibly re-visit for 2015 budget.**