RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS AUTHORITY HELD MAY 13, 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 13th day of May, 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

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

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

Mark Volle; Tamarack Consulting, LLC

Linda Cox, Glenn Adkins, Michael Welch and Josh Freeman; Beebe Draw Farms Metropolitan District No. 1 Board Members

See sign-in sheet for additional attendees.

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.

Attorney McGeady 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.

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 Knopinski, seconded by Director Tabor and, upon vote, unanimously carried, the Agenda was approved.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the April 8, 2014 regular meeting.
- Approve the payment of claims through the period ending May 13, 2014, as follows:

General Fund:	$ 34,755.63
Infrastructure Fund	$ 475,770.98
Amenities Fund	$ 75.00
Total:	$ **510,601.61**

- Approve unaudited financial statements through the periods ending March 31, 2014 and April 30, 2014.

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

PUBLIC COMMENTS

Public Comments: There were no public comments.

LEGAL MATTERS

Oil and Gas Valuation Legislation: Attorney McGeady updated the Board on the status of the oil and gas valuation legislative process.

Status of May 6, 2014 Election for Beebe Draw Farms Metropolitan District Nos. 1 & 2: Ms. Johnson reported on the election results of the Beebe Draw Farms Metropolitan District Nos. 1 & 2. Glen Adkins, Josh Freeman and Michael Welch were elected to serve 4-year terms on District 1 and Christine Hethcock and Tom Burk were elected to serve 4-year terms on District 2.

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 and Seasonal Staffing for the 2014 Season: Director Tabor and Ms. Johnson conducted an interview with Gary Moore for the seasonal maintenance worker position prior to the Board meeting. Director Tabor recommends offering the position to Mr. Moore at an hourly wage of $15.00 per hour.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Hethcock and, upon vote, unanimously carried with President Knopinski and Director Hethcock supporting, the Board authorized Director Tabor to offer the seasonal maintenance position to Gary Moore and approved an hourly wage of $15.00 per hour.

Reporting Relationship between the Board and Property Manager: Director Tabor reported that he has identified a concern regarding the reporting relationship between the Board and Mr. Colby. He suggested that one or two District 1 Board members volunteer to oversee Mr. Colby and other maintenance staff. He recommended scheduling a weekly meeting with Mr. Colby and Mr. Moore to discuss the tasks completed each week and set a schedule for the next week. Mr. Adkins and Ms. Cox volunteered to meet with Mr. Colby and Mr. Moore on a weekly basis and fill this role.

In addition, Director Tabor has drafted a job description for the Property Manager position as well as the seasonal maintenance position and distributed the drafts to the Board and District 1 Board members for review and comment.

CAPITAL AMENITIES **SECOND READING**:

Discuss Comments Received at Community Meeting Regarding New Maintenance Facility: Director Tabor reported that there were approximately 10 people who attended the community meeting. Ms. Deitman presented the plans for the new facility. The comments received were positive. Director Tabor and Ms. Deitman recently met with Weld County to discuss the plans and received a list of items needed in order for the County to consider approval of the project.

The Board authorized Ms. Deitman to continue to work with the County on the approval process and asked Attorney McGeady to contact Ms. Deitman to discuss the design/build concept and the statutory requirements related to this process.

INFRASTRUCTURE **Development of the Front 36 Lots and Associated Infrastructure**: Mr. Volle updated the Board on the status of the Infrastructure Project. Fiore and Sons mobilized on March 20, 2014. They are 100% complete with the water line

installation and 50% complete with the entire project. The project is estimated to be complete by June 18, 2014 and is on schedule to meet that deadline.

Change Order No. 1: Mr. Volle presented Change Order No. 1 to the Fiore and Sons contract in the amount of $24,168.00. This change order is for the installation of the dry utilities conduit.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Hethcock and, upon vote, unanimously carried, with Director Tabor supporting, the Board approved Change Order No. 1 to the Fiore and Sons contract in the amount of $24,168.00.

Change Order No. 2: Mr. Volle presented Change Order No. 2 to the Fiore and Sons contract in the amount of $19,567.00. This change order is for additional waterline per Central Weld County Water District's requirement.

Following discussion, upon motion duly made by Director Hethcock, seconded by Director Knopinski and, upon vote, unanimously carried, with Director Tabor supporting, the Board approved Change Order No. 1 to the Fiore and Sons contract in the amount of $19,567.00.

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 MAY 13, 2014 MINUTES OF BEEBE DRAW FARMS AUTHORITY BY THE BOARD OF DIRECTORS SIGNING BELOW:

Paul J. K

Paul "Joe" Knopinski

Douglas A. Tabor

Douglas A. Tabor

Christine Hethcock

Glen Adkins

Glen Adkins

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 05/07/14)

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 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 - Rental of community center	08/14/12	Angie 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

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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. 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

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									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.
Cheat, Rye and Mustard Grass Mitigation	10/09/12	Doug Angie			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 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

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									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.
Pool Tile Repair	07/09/13	Angie			X				Staff presented two proposals for pool tile repair from Peak One Pools and Jim Wood. ` Angie will solicit references from both contractors and make a recommendation at a future meeting. 09/04/13 – BOD approved a contract with Jim Wood. Angie and Linda have selected replacement tiles and associated costs and Angie will present this information at the September meeting. 09/10/13 – pool tiles were approved. Angie will relay the information to Jim Wood and ask him to order the tile. Work to be completed in 2014. 10/02/13 – Angie spoke with Jim Wood and he will order the tile and necessary materials. His goal is to have the tile project completed by 05/01/2014. 01/14/14 – Angie will follow-up with Jim to confirm the timeline for installation. 02/06/14 – Angie contacted Jim and confirmed the installation of the pool tiles will be completed prior to the pool opening in May 2014. 02/11/14 – Angie contacted Jim Wood and he will order the tile and schedule the work. 04/02/14 – pool tile has been ordered. 05/07/14 – pool tile repair has begun and should be completed by May 17, 2014.

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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.
New Maintenance Facility	10/08/13	Kelly 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.

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									04/02/14 – community meeting is scheduled for April 12, 2014 at 9 am.
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 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.
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

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									approval at the March meeting. Dan to ask if the contractor will fill compressions in the road before the 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.
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.
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-up.
Oil and Gas Valuation Analysis Related	10/08/13	MaryAnn			X				BOD approved proposal from Tamarack Consulting to

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to Preliminary Assessed Valuation									conduct an analysis of the oil and gas revenues that were used by the County to calculate the 2013 preliminary AV. Lisa to draft change order to contract. 11/18/13- valuation complete. Tamarack will have final report in November. 12/05/13 – report received. 01/08/14 – MaryAnn will contact Weld County to schedule a meeting to discuss the methodology for valuation determination and to invite any and all Board members to attend the meeting with her. 01/14/14 – MaryAnn is in the process of scheduling the meeting with the Assessor's office. 02/06/14 – meeting with the County has been scheduled for February 18, 2014 at 2 pm. 03/06/14 – report on meeting with County will be given at March Board meeting. 03/12/14 – next meeting with the Assessor is scheduled for March 13, 2014. MaryAnn will provide list of attendees and topics for discussion. 05/07/14 – oil and gas bill in the legislative process.
Snow Removal Services	01/14/14	Angie Glen Dan Lisa Doug			X				Angie, Glen and Dan will schedule a meeting with DeWayne to discuss snow removal expectations and equipment needs. 02/06/14 – Angie, Glen and Dan met with DeWayne on February 4, 2014. Angie summarized items discussed and emailed to Dan and asked Dan to transmit to DeWayne for acknowledgement. 02/11/14 – Doug will research the cost of larger equipment. 03/12/14 – Doug received proposals for a plow and spreader. BOD to consider purchase at the April meeting. Lisa to research the purchase of equipment through the State purchasing program. 04/02/14 – Doug has received a proposal for a used

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									snow plow. He will present at the April meeting.
Seasonal Staffing	02/11/14	Dan Angie Doug Lisa			X				02/11/14 - Dan to schedule a meeting with Angie, Doug and DeWayne to discuss operations and maintenance needs prior to drafting solicitation for seasonal worker. 03/06/14 – meeting was held. Angie and Doug will provide a summary of the discussions at the March Board meeting. 03/12/14 – Doug drafted a job description for seasonal employee. Lisa to finalize and post at same locations as pool posting. 04/02/14 – job posting has been finalized and posted at same locations as other job opportunities for 2014. Closing date is April 30, 2014. 05/07/14 – one candidate has been selected for interview. Lisa working with candidate to schedule an interview date and time.
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.
AED's and CPR Training	01/14/14	Lisa Angie			X				Contact District insurance carrier to discuss any additional liability should the Authority purchase AED equipment and provides CPR training to pool staff. 02/06/14 – Lisa contacted T. Charles Wilson and discussed the questions raised by the Board. T. Charles will work with the Pool to answer the questions as soon as possible. 02/11/14 – The Pool supports the purchase of AED's and CPR training. BOD approved the purchase of 1 AED unit to be installed in mail room. Lisa to order unit. Angie will research cost for CPR training. 03/06/14 – AED will be ordered on March 12, 2014. 03/12/14 – AED ordered. Safety grant application was completed and submitted. Angie to solicit available dates in May for CPR classes from Janelle Severson.

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 05/07/14)

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									04/02/14 – safety grant funds received. CPR class scheduled for May 17, 2014 at 8 am at the community center. 05/07/14 – AED installed. Angie to coordinate training.
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 – 1- lounge chair, 20 chairs, 15 mini-tables – recommend replacing with a darker color – Proposal included on April 2014 agenda.** **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.**