MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS AUTHORITY HELD JULY 14, 2015

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 14th day of July, 2015, 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
Christine Hethcock
Linda Cox
Glen Adkins

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

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

Michael Welch and Doug Tabor; Beebe Draw Farms Metropolitan District No. 1 Board Members

Kelly Deitman, Halcyon Design, LLC

Eric Wernsman; Resident and Consultant to Halcyon Design, LLC

Tim Lannon, 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 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 President Knopinski, seconded by Director Hethcock and, upon vote, unanimously carried, the Agenda was approved as amended.

FIRST READING

Consider Sending Board Members to the 2015 SDA Conference: The Board received and discussed the request from Beebe Draw Farms Metropolitan District Nos. 1 and 2 to send board members to the 2015 Annual SDA Conference in Keystone, Colorado on September 23, 24 and 25, 2015. Beebe Draw Farms MD No. 1 has one board member interested in attending and Beebe Draw Farms MD No. 2 has two board members interested in attending.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Hethcock and, upon vote, unanimously carried, the Board approved the requests from Beebe Draw Farms MD No. 1 and No.2 to send a total of 3 board members to the 2015 SDA conference.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the June 9, 2015 regular meeting.
- Ratify approval of the payment of claims through the period ending July 14, 2015 as follows:

General Fund:	$	36,215.71
Infrastructure Fund	$	2,836.50
Amenities Fund	$	8,909.70
Total:	$	**47,961.91**

- Ratify approval of a change order with Environmental Design, Inc. to replace drip irrigation with tree bubbler system at Sport Court.

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

PUBLIC COMMENTS

Public Comments: There was no public comment.

LEGAL MATTERS

SECOND READING:

Term Sheet Related to Leases with Farmers Reservoir and Irrigation Company ("FRICO"): Director Hethcock in conjunction with Tamarack Consulting, LLC has provided a map indicating the hunting lease boundaries. Attorney Cortese can now finalize the draft agreement and transmit to Farmer's Reservoir and Irrigation Company for their review.

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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's Report: The Board reviewed the July Pool Manager's Report which is attached hereto and incorporated herein.

SECOND READING:

RV Storage Facility Improvements: Director Adkins presented estimates received to purchase and install a fence around the expanded RV Storage Facility. Altitude Home Improvements provided a proposal in the amount of $17,950.76 to complete the project and Fence Solutions, LLC provided a proposal in the amount of $13,025.35 to complete the work.

Following discussion, upon motion duly made by Director Cox, seconded by Director Adkins and, upon vote, unanimously carried, the Board accepted the proposal from Fence Solutions, Inc, and directed legal counsel to draft a service agreement for a not to exceed amount of $14,000. Directors Adkins and Cox determined to fund the project from fund held in the Discretionary Fund.

Change Order from Empire Management Inc. for Project Management Services related to 2015 Chip Sealant Project: The Board reviewed the proposal from Empire Management Inc. for Project Manager services related to the 2015 Chip Sealant Project.

Following discussion, upon motion duly made by Director Adkins, seconded by Director Cox and, upon vote, with Directors Cox and Adkins voting yes and Directors Knopinski and Hethcock supporting, the Board ratified approval of a change order with Empire Management Inc. for Project Management Services related to the 2015 Chip Sealant Project in an amount not to exceed $5,280.

In addition, the Board reviewed three options regarding the 2015 Chip Sealant Project. The Board determined to approve the recommendation from Empire Management to chip seal the entire length of S. Ledyard Road or Option No. 3 of the memo received from Empire Management, Inc. for an estimated cost of $85,268.00 and directed Empire Management, Inc. to solicit bids for the work.

CAPITAL AMENITIES

Status of New Maintenance Facility:

Status of the Acquisition of Lot 153: Attorney McGeady will follow-up with the soliciting proposals from the appraisers provided by Director Hethcock.

Status of Project: Ms. Deitman updated the Board on the progress made on the new maintenance facility project. She is nearing the end of the design development stage. A change to the design has been made to switch from pre-engineered metal building to a wood frame design. The wood framing should reduce the energy costs over time. Given this, Ms. Deitman will present a change order to the Board for approval at the August meeting in the amount of $6,000 to fund the design changes. Ms. Deitman asked the Board if they were comfortable with her to file for a permit on the project when the Authority has not yet acquired the property. The Board was supportive of her filing for a permit with written consent from the property owner. Ms. Deitman plans to submit to the Weld County for site plan review and approval by the end of August or early September.

INFRASTRUCTURE

Development of the Front 36 Lots and Associated Infrastructure:

Status of Lots 1-36: Following discussion, upon motion duly made by President Knopinski, seconded by Director Hethcock, with Directors Knopinski and Hethcock voting yes and Directors Adkins and Cox supporting the Board ratified approval of a change order with Environmental Designs, Inc. for erosion control for a not to exceed amount of $7,215.00.

FIRST READING:

Planning of Filing 2, Platting of Next Phases: Director Hethcock is working with Tamarack Consulting, LLC to determine which lots to develop next in Filing 2.

SECOND READING:

Paving of Lots 153-158 and 168-175: Director Hethcock discussed the request from REI to pave Lots 153-158 and 168-175, Stonleigh Road South. All utilities are in place. Director Hethcock has directed Tamarack Consulting, LLC to request bids for the work.

OTHER BUSINESS

Two Horizontal Well Pads: Director Hethcock and others met with Encana recently and discussed the project. Wells are located in the northern portion of Section 8 and facilities will be located in Section 5. The next step is to negotiate a service use agreement with Encana for fencing and landscaping along with other provisions.

Security Concern at Lake Christina: The Board continued their discussions regarding security concerns at Lake Christina. Director Cox volunteered to solicit interest from residents to serve on a committee to prepare rules and regulations governing the use of Lake Christina.

Temporary Construction Permit: The Board discussed recent correspondence received from ETR Land Services requesting on behalf of Weld County, a temporary construction easement for work related to drainage and road maintenance on CR 39.

Following discussion, upon motion duly made by Director Hethcock, seconded by President Knopinski and, upon vote, unanimously carried, the Board approved the temporary construction easement subject to final review by legal counsel.

2016 Budget Committee: Ms. Johnson asked for interested board members to serve on the budget committee to prepare the 2016 budget. Directors Hethcock and Cox volunteered and well as Mr. Tabor. Ms. Johnson will contact the committee to schedule the first committee meeting.

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 14, 2015 MINUTES OF BEEBE DRAW FARMS AUTHORITY BY THE BOARD OF DIRECTORS SIGNING BELOW:

Paul J. [signature]

Paul "Joe" Knopinski

Linda E Cox

Linda Cox

[signature]

Christine Hethcock

Glen Adkins

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

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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	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. 07/07/15 – Board to appoint a committee to draft rules and regulations regarding Lake Christina.
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.

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									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. 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. 07/08/14 – Christine, Joe, Doug and Barry Bowman have a meeting scheduled with FRICO. 8/18/14 – met with FRICO in August. Elisabeth to draft term sheet for renewal of lease and transmit to BOD for review. 11/05/14 – draft term sheet completed and routed to BOD for discussion at November board meeting. 11/11/14 – BOD discussed term sheet and suggested revisions. Elisabeth will revise accordingly and then send to BOD for final approval. 2/4/15 – Elisabeth will incorporate final comments from Christine and then circulate to the Board for final review prior to requesting meeting with FRICO. 3/3/15 – Elisabeth will research various documents for horsepower limitations and research the possibility of pontoon boats of @ 20hp. 4/7/15 – Elisabeth has transmitted the term sheet to Barry Bowman for review and comment. 06/01/15 – Elisabeth is working with Tamarack regarding the legal description of the hunting area to be included in the new lease. 07/07/15 – Christine in conjunction with Tamarack Consulting has prepared a map of the area.
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

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								X	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 confirm the price of the vacant land.
New Maintenance Facility	10/08/13	Kelly Committee			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

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									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. 07/08/14 – Kelly, Doug and Elizabeth have a meeting scheduled to discuss the proposal on July 9, 2014. 08/18/14 – BOD approved addendum to AIA for design work. NTE $51,802. $500,000 limited liability for all but Civil and Structural engineer = $1,000,000. 10/01/14 – Addendum has been executed. Kelly has begun work. 11/05/14 – Kelly updated the Board that due to setback requirements, the maintenance facility may not be able to be constructed on the preferred site. Kelly and Doug are working with the County to determine if the equipment and setbacks can be moved. Kelly has also provided two sketches to potentially use the existing community center and Lot 84 in conjunction to build a new community center and maintenance facility on the entire site. 2/4/15 - . Kelly and the committee have identified two new sites located in Beebe Draw Farms Metropolitan District No.2 ("District No. 2"). She presented the sites to the Board via Google Earth map. The Board discussed both options. Christine will provide a map

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									of District No. 2 that shows the lot layout in the vicinity of the two options to determine which, if any, option is viable. Map indicating two possible locations circulated to BOD for review prior to February meeting. 3/3/15 – Christine sent options for lots to purchase to locate the new maintenance facility on. 4/8/15 – BOD negotiated the purchase of Lot 153. Kelly to confirm with the County that the maintenance facility can be constructed on the lot prior to Elisabeth drafting a Sale and Purchase Agreement for the lot. 4/14/15 – Kelly received positive verbal feedback from the County regarding the location of the new maintenance facility. Elisabeth will contact Harold McCloud to obtain a verification of value/limited appraisal on the property. 06/01/15 – Proposal from Harold McCloud was $2500. The Board directed Elisabeth to obtain additional proposals.
<u>Development of 36 Lots Construction</u>	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. 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. 07/08/14 – BOD approved CO #7.

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/07/15)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
									8/18/14 – CO's # 7-11 approved. 11/05/14 – CO's 12-14 were approved. Mark, Joe and Christine will meet with Fiore and Sons to discuss CO's 15, 17 and 19 and complete a punch walk. 11/11/14 – Retainage payment was approved. Project is complete. 2/4/15 – additional retainage payment was approved as well as CO # 15 and 16. 3/3/15 – Fiore is working on re-locating the oil and gas access road. 4/14/15 – Two trees were lost during the re-routing of the access road. The Infrastructure Fund will pay of the replacement of two trees. 06/01/15 – Fiore and Sons contract is complete and final payment was made on May 29, 2015. Environmental Design to provide a proposal to repair the soil around the culvert pipe and install erosion control. 07/07/15 – EDI proposal was approved for erosion control measures.
RV Storage Improvements	02/10/15	Committee			X				Committee will gather cost estimates on the proposed RV Storage Improvements and present to the Board at the March meeting. 4/8/15 – Committee will provide final cost estimates to the Board at the April meeting. 4/14/15 - Committee will provide final cost estimates to the Board at the May meeting 07/07/15 - Committee will provide final cost estimates to the Board at the July meeting
Hunting on Milton Reservoir	04/14/15	Elisabeth Tamarack			X				4/14/15 - Elisabeth to work with Tamarack to map the legal description contained in the current lease to verify if it includes the northern portion of Milton Reservoir. The Board will continue to discuss concerns regarding safety should hunting be allowed on this property.

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 07/07/15)

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									07/07/15 - Christine in conjunction with Tamarack Consulting has prepared a map of the area
Neighborhood Security Issues	04/14/15	BOD			X				04/14/15 – BOD to continue discussing options for handling security issues. Staff to contact Sheriff's department to alert them of the situation and solicit their assistance in patrolling the area.
Two Horizontal Well Pads	04/14/15	Taylor Christine Dufford & Brown			X				04/14/15 – Christine is working with Encana on location and responsibility to maintain site. Taylor to complete view shed options. Dufford and Brown researching historical agreements related to drilling in Filing 1.
2015 Chip Sealant Project	06/09/15	Dan			X				07/07/15 - BOD approved contract with Empire Management for 2015 Chip Sealant Project Management.
Acquisition of Lot 153	06/09/15	Elizabeth			X				07/07/15 – Christine to provide Elisabeth with names of appraisers.
Budget Items and Future Projects for Consideration		**Authority**				**X**			**Costs and/or decisions for the following:** **1. -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. **2. Chip Sealant work in 2015.** **-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.**

POOL MANAGER'S REPORT
June 2015

Memberships

- As of 30 June 2015 we have 37 pool memberships.
- Pool usage is up with an average of 8 families attending daily.

Pool Parties

- There have been 0 daytime parties and 3 private parties.
- There was an issue with a member not wanting to leave the pool when the party started at 5pm on June 13. The new signs that I made for pool parties were posted that the pool would close at 5pm. She was very rude to my staff and me. I was finally able to convince her to leave. She is also the same person that dropped her young kids off at the pool and left them unattended. This person and one other member have been complained about by other pool members. I feel that I am handling the issues just fine for now but if things get worse with them I will up channel the information to see what my options are.

Storage Shed

- We are going to be painting the shed due to normal weather and fading of the paint.

Pool Assistants

- My pool assistants are all doing a great job this year and I have only heard good things about them from the pool members.

Additional Information

- I replaced the toilet paper holders with the plastic covered holders because the paper was always getting wet due to the wet swim suits and wet hands. They are working great and I think we will have less wasted toilet paper.
- Everything else seems to be working fine and running smoothly.

Thanks
Leah Checketts