RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
BEEBE DRAW FARMS AUTHORITY
HELD
SEPTEMBER 10, 2013

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 10th day of September, 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
Douglas A. Tabor
Angela Powell
John B. Warnick (via speakerphone), as an alternate for District No. 2

Following discussion, upon motion duly made by Director Tabor, seconded by Director Warnick and, upon vote, unanimously carried, the absence of Christine Hethcock was excused.

The Board recognized that John B. Warnick is serving as an alternate for District No. 2.

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

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

Linda Cox, Michael Welch and Glen Adkins; Beebe Draw Farms Metropolitan District No. 1 Board members

DeWayne Colby; Property Manager

Kelly Deitman; Halcyon Design, LLC

See attached 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.

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 Director Tabor, seconded by Director Warnick 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 August 13, 2013 regular meeting.

- Review and approve the payment of claims through the period ending September 10, 2013, as follows:

General Fund:	$	36,247.47
Infrastructure Fund	$	-0-
Amenities Fund	$	-0-
Total:	$	**36,247.47**

- Review and accept unaudited financial statements through the period ending July 31, 2013.

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

PUBLIC COMMENTS

Public Comments: Resident Loren Tabor expressed a concern regarding the marketing/sales signs that have been recently placed at the entrance and at the community center/pool. She asked if the signs could be consolidated. Ms. Johnson will talk to Director Hethcock about this issue once Director Hethcock returns from her vacation.

Resident Howard Francis expressed a concern regarding the increase in power outages from Xcel Energy, particularly during rain events. Ms. Linda Cox volunteered to contact Xcel Energy to discuss this ongoing issue.

Mr. Francis also commented that he believed that the rodent control program that was completed in 2012 was very effective. He encouraged the Board to continue with the program each year.

Resident Debra Street requested an additional sign be installed routing visitors to Lake Christina. Ms. Cox will meet with Ms. Street to determine the location and, if appropriate, Ms. Cox will order a sign.

FINANCIAL MATTERS

2014 Budget: The Board reviewed and discussed the 2013 Preliminary Certifications of Assessed Valuation for District No. 1 and District No. 2. Ms. Johnson informed the Board that due to the significant decrease in the oil and gas valuation, she has contacted Tim McCarthy and asked him to review the information, analyze the production and compare it to the County's assessment. Mr. McCarthy will then request a meeting with Weld County and Attorney McGeady to review his findings.

The Board confirmed the public hearing to consider adoption of the 2014 Budget would be held on Tuesday, November 12, 2013 at 6:00 p.m. at the regular meeting location.

OPERATIONS AND MAINTENANCE

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

Request for Removal of Barbed Wire Fencing at the Equestrian Facility: The Board considered a request from resident Crystal Johnson to have the barbed wire fence that was recently removed from the equestrian facility replaced with fence similar to what is installed at the facility currently. The Board directed staff to request proposals to install a fence similar to what is installed at the equestrian facility around the windmill only.

Maintenance of Vehicle Storage Area, Correspondence from Resident and Request for Refund of Annual Rental Fee: Ms. Street addressed the Board about the recent damage that occurred to her horse trailer that is stored at the Vehicle Storage Area. She reported that rodents have recently chewed through her braking system and noted that the cost to repair the brake system was over $300. Ms. Street requested a refund of the $120 annual fee plus the cost of repairs to her property. The Board discussed options to enhance the maintenance of the facility. Mr. Colby, the Property Manager, included this on his weekly maintenance schedule. The Board considered her request and was not in favor of refunding her rental fee or reimbursing her repair costs. President Knopinski suggested that the Board consider moving the Vehicle Storage Area to the new maintenance facility location. The Board will consider this suggestion as it plans for the new maintenance facility.

Project Manager's Report: The Board reviewed the Project Manager's Report. The Board discussed hiring a seasonal employee in the spring to help with weed mowing, etc. No action was taken at this time.

Pool Report: The Board reviewed the Pool Report from the Pool Manager.

Sign Design by Halcyon Design, LLC ("Halcyon"): Ms. Deitman reported that the sign design has been completed and sent out to bid. Once the bids are received, Ms. Deitman will let Ms. Johnson know so that she can schedule a work session to review the bids.

Date for Work Session to Present Landscape Design and Sign Design to Community: The Board determined to schedule a work session to present the landscape design and monument sign design to the community following the receipt of proposals for the work.

FIRST READING:

Proposal for 2014 Pool Opening, Closing and Maintenance from Peak One Pool & Spa, LLC ("Peak One"): The Board deferred discussion on this matter.

Proposal for 2014 Tree Maintenance Services from BioTree, LLC ("BioTree"): Director Tabor presented and the Board reviewed the proposal for 2014 tree maintenance services from BioTree. The Board determined to reconsider this matter as a second reading at the October, 2013 Board meeting.

SECOND READING:

Proposal to Spray Weeds Near Trails at Lake Christina and the Vehicle Storage Area from BioTree: The Board reviewed the proposal from BioTree to spray weeds at the walking trail around Lake Christina and the Vehicle Storage area for $300 per application.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Powell and, upon vote, carried with Directors Tabor and Powell voting "Yes" and with the support of President Knopinski and Director Warnick, the Board approved the proposal to spray weeds near the trails at Lake Christina and at the Vehicle Storage Area for $300 per application from BioTree.

Proposals for Noxious Weed Treatment in the Authority (on Vacant and Developed Lots): Mr. Cordova presented his memorandum on cheat grass and rye grass mitigation. The Board discussed, in detail, the information contained in the memorandum and costs associated with this weed mitigation. Directors Tabor and Powell are not in favor of moving forward with the proposal at this time. Director Tabor would like to talk with some neighbors that have lived in this area for many years and gather their input on how they have mitigated this issue on their property in the past. Director Tabor also offered to do more research on the herbicide Plateau. No action was taken by the Board at this time.

Purchase of Replacement Pool Tiles: Directors Powell and Cox collaborated to research and select replacement pool tiles. Director Powell presented their selection for pool tiles to the Board noting the cost would be $2,190.00. Adding these materials to the contract with Jim Wood would bring the total cost $9,200.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Powell and, upon vote, carried with Directors Tabor and Powell voting "Yes" and with the support of President Knopinski and Director Warnick, the Board approved the purchase of the selected pool tiles for an amount not to exceed $2,190.00.

EMERGENCY READING:

Asphalt Maintenance and Proposal from Empire Management Inc. ("Empire") for Evaluation Services, Bidding Services and Project Oversight: Mr. Cordova presented the proposal from Empire Management Inc. to complete a walk-through of the existing roadways, to analyze present conditions and complete roadway measurements of the short-term maintenance work items needed for 2013. The total cost shall not exceed $1,800.

The community expressed concerns regarding the project management and crack sealant work that has been done in the past. Mr. Cordova will relay the concerns expressed by the community regarding past services to Empire and provide Ms. Johnson with any feedback received from the contractor on those concerns.

Following discussion, upon motion duly made by Director Tabor, seconded by Director Powell and, upon vote, carried with Directors Tabor and Powell voting "Yes" and with the support of President Knopinski and Director Warnick, the Board approved the proposal from Empire to complete a walk-through of the existing roadways, analysis of present conditions and complete measurements of the short-term maintenance work needed for 2013 for an amount not to exceed $1,800.

CAPITAL AMENITIES

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

Proposal from CliftonLarsonAllen LLP to Update the Oil and Gas Revenue Stream: The Board deferred discussion on this matter.

Proposal from Tamarack Consulting, LLC to Update the Oil and Gas Revenue Stream: The Board deferred discussion on the matter.

SECOND READING:

Purchase of Lot 84: Director Tabor summarized the conversations he has had with Director Hethcock regarding the purchase of Lot 84 and the land needed for the new maintenance facility. The cost to purchase Lot 84 is $60,000. The cost to purchase the land for the maintenance facility is $5,000 per acre. Director Hethcock would like to close on both properties within 60 days or no later than December 31, 2013. Attorney Cortese commented that the properties would need to close separately from one another because the unplatted land may need to go through a platting process or a subdivision of property process to carve out the requested portion of land.

Director Tabor requested feedback from the District No. 1 Board members on the plan outlined above. Attorney Cortese will provide an estimate of total costs associated with the acquisition of the land for the maintenance facility. The feedback from other Board members was that they were generally in agreement with the plan but would like to negotiate for more acreage and directed legal staff to move forward.

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 SEPTEMBER 10, 2013 MINUTES OF BEEBE DRAW FARMS AUTHORITY BY THE BOARD OF DIRECTORS SIGNING BELOW:

_____
Paul "Joe" Knopinski

_____
Douglas A. Tabor

_____
Christine Hethcock

_____
Angela Powell

BEBEE DRAW FARMS AUTHORITY

SEPTEMBER 10, 2013

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
KELLY DEITMAN	16485 ESSEX RD. S.	KELLY@HALCYONARCH-COM	SIGN, MAINT. BLDG.
Kay Mauzellick	16428 Burghley		
Jan & Gary Moore	16494 Burghley Ct.	(970)785-2745	
Loren Tabor	16487 Ledyard	785-6509	Signage
Mike Welch	16499 Badminton Rd S	970-785-2313	TROUBLE, BIG TROUBLE
Debra Street	16495 Ledyard Rd S.	970-785-2141	Storage facility / rodent control
DeWayne Colby	16489 Ledyard Rd S,	303-807-6234	
Glen Atkins	16523 ESSEX RD N.	303 944-0637	

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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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

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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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.
- <u>Lease at Milton Lake</u>	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

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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.
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 Brown and request a detailed explanation of charges received to date.
Cheat, Rye and Mustard Grass Mitigation	10/09/12	BioTree			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.
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.

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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									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. 04/17/13 – Linda presented a concept plan from Alpine Gardens. Christine had concerns with the amount of ornamental grasses being suggested. Linda will schedule a meeting with the committee, Christine and Alpine Gardens to discuss her concerns. 06/26/13 – Kelly Deitman will contact Bilt-Rite Signs to solicit an estimate on the fabrication of a new sign at the entryway. 07/09/13 – BOD to schedule a community meeting to discuss the draft design plans from Halcyon Designs and Alpine Gardens. 08/07/13 – Kelly continues to work on the sign design.
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.
Tree Thinning at Lake Christina	07/09/13	Doug Anna			X				Doug solicited and presented three proposals for tree thinning at Lake Christina. BOD awarded a contract to Menjivar Tree Service for an NTE $13,500. SDMS to draft service agreement. 07/26/13 – Anna is working with Menjivar to obtain insurance certificate prior to drafting agreement. 08/07/13 – Anna has received insurance documentation from Menjivar and will finalize the contract for execution.

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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Rodent Control 2013	7/09/13	Dan			X				Dan will contact Rocky Mountain Wildlife Services to solicit recommendations and costs for rodent control mitigation for 2013. 08/07/13 – Dan contacted RMWS and they will provide a proposal for rodent mitigation in 2013.
Appraisal of Undeveloped Land	07/09/13	Joe			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.
Windmill Repair at Equestrian Facility	07/09/13	DeWayne						X	DeWayne to solicit proposals for repair. BOD approved a NTE of $4,000 for necessary repairs. 07/26/13 – DeWayne has provided a verbal proposal to Dan in the amount @ $2945. Proposal did not include the removal of old mechanical unit and installation of the new unit. Dan will follow-up on proposal for unit and DeWayne will follow-up on proposal for removal and installation. 08/07/13 – windmill has been repaired. Estimated cost is $2,000. Contractor replaced the gear box with a rebuilt gearbox.
SDA Conference	07/09/13	Lisa						X	5 Board Members attending. SDMS applied for scholarships for Angie and Glen. Glen has been awarded a scholarship and Angie is on the wait list. The Pool will evaluate again by August 15, 2013 and possibly award any additional scholarships. SDMS to make reservations. 08/07/13 – Reservations have been completed.
Lot 84 Valuation	07/09/13	Lisa			X				BOD approved a proposal from McCloud & Assoc. to value Lot 84 for a NTE $600. Lisa to contact Harold. 07/26/13 – Draft report in progress. 08/07/13 – Final report has been received and will be presented to the BOD in August.
Development of 36 Lots	07/09/13	Lisa			X				BOD approved a contract with Tamarack Consulting to

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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									complete Tasks I-IV in their proposal related to the development of the front 36 lots in the community. SDMS to draft service agreement. 07/26/13 – service agreement has been drafted and sent reviewed by legal counsel. Anna will transmit for execution. 08/07/13 – Service agreement has been finalized and routed to Tamarack for execution. Tamarack has returned the executed agreement and Anna has routed to Joe for signature.
Pavement Maintenance for 2013	07/09/13	Dan			X				Dan will review the original and revised report from Empire Management to determine recommendations for pavement maintenance in 2013.
Dead Trees at Equestrian Facility	07/09/13	DeWayne			X				Doug has identified a few trees that are dead and in need of removal at the equestrian facility. DeWayne has been notified and will remove the trees.
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.
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 – Dan will solicit pricing for the replacement of pool furniture as suggested above. Pricing received for re-strapping pool furniture. Catalogue for new furniture is in the mail.** **3. -Pool Lift to meet ADA requirements – on hold, Authority needs to develop a plan for addressing**

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/07/13)

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									in future years once major structural changes are made to the pool. **4. – Bike Racks – Dan will work with Dennis to install racks in Lake Christina, around the community and dispose of the rest. Dennis will begin project the week of 7/15/13.** **5. -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)**