MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS AUTHORITY HELD AUGUST 12, 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 12th day of August, 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 Christine Hethcock Glen Adkins Josh Freeman (alternate D1 Board Member)

Also In Attendance Were:

Lisa Johnson; Special District Management Services, Inc.

MaryAnn McGeady, Esq., and Elisabeth A. Cortese, Esq.(for a portion of the meeting); McGeady Sisneros, P.C. (via speakerphone)

Michael Welch; Beebe Draw Farms Metropolitan District No. 1 Board Member

Mark Volle; Tamarack Consulting, LLC

Kelly Deitman, Halcyon Design, LLC

Bill Caldwell; Resident

Clint Carter; Resident

Gary Moore, Resident and Seasonal Employee

Following discussion, upon motion duly made by Director Hethcock, seconded by Director Adkins and, upon vote, unanimously carried the absence of Doug Tabor was excused and the Board acknowledged Josh Freeman serving as an alternate for Beebe Draw Farms Metropolitan District No. 1.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosures of Potential Conflicts of Interest</u>: 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. Director Freeman disclosed that he is currently serving as a board member of the Pelican Lake Ranch Property Owner's Association.

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 Hethcock, seconded by Director Adkins and, upon vote, unanimously carried, the Agenda was approved as amended.

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the July 8, 2014 regular meeting.
- Approve the payment of claims through the period ending August 12, 2014 as follows:

 General Fund:
 \$ 32,970.69

 Infrastructure Fund
 \$ 4,019.50

 Amenities Fund
 \$ 789.50

 Total:
 \$ 37,779.69

 Approve unaudited financial statements through the periods ending July 31, 2014.

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

PUBLIC COMMENTS

Public Comments: No public comment was received.

FINANCIAL MATTERS

Appointment of Accountant and Budget Committee to Prepare 2015 Budget:

The Board discussed the preparation of the 2015 budget. Ms. Johnson explained that the budget committee typically holds one to two meetings to discuss and prepare the budget. The draft budget will be presented to the Board in a two meeting process. The first draft will be presented at the October regular meeting and the final draft and public hearing on the proposed budget will be presented at the November regular meeting. Ms. Johnson noted that the budget committee for 2014 was comprised of Directors Hethcock and Tabor, Ms. Mortimeyer and herself. The Board determined to keep the committee the same for the preparation of the 2015 budget.

LEGAL MATTERS

SECOND READING

<u>Discuss and Review Encanca Access Agreement:</u> Director Hethcock provided an update on the Encana Access Agreement review process. Encana has had a recent change in personnel and a new representative has not been assigned to review this agreement. Director Hethcock is hopeful that the new representative will be more receptive to the requested revisions to the Access Agreement.

OPERATIONS AND MAINTENANCE

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

President Knopinski updated the Board on a recent meeting with the manager of the Farmer's Reservoir & Irrigation Company ("FRICO") regarding negotiating a new agreement for grazing, hunting and leasing of Milton Reservoir. The meeting went well. It was determined that research by both parties is needed. Attorney McGeady is in the process of drafting a term sheet and will transmit to the Board for review once completed. The current lease expires on December 31, 2016.

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

<u>Discuss Operation and Maintenance Contract Services for 2015</u>: The Board discussed operation and maintenance contracts for 2015. Staff will solicit the necessary proposals and present to the Board at a future meeting.

Mainline Irrigation Leak under Beebe Draw Farms Parkway: Ms. Johnson informed the Board that the Authority's landscape contractor recently repaired a mainline irrigation break under Beebe Draw Farms Parkway.

<u>Sign Location Map and Sales Signs:</u> The Board reviewed and approved a design for a new sales/marketing sign and the proposed locations.

<u>Purchase of New Welder:</u> Director Adkins requested the Board approve the purchase of a new welder.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Adkins and, upon vote, with Directors Adkins and Freeman voting yes and Directors Hethcock and Knopinski supporting, the Board approved the purchase of a new welder for a not to exceed amount of \$700.

<u>Visibility on Access Road to Community Center:</u> Director Adkins noted that recently it was brought to his attention that the visibility on the west access road to the community center is reduced due to tree growth. The Board discussed options to mitigate this issue and determined to solicit a cost to stripe an arrow/one way only on the pavement of the west access road from A-1 Chip Seal.

FIRST READING:

Beaver Removal at Lake Christina and Milton Reservoir: The Board considered the removal of up to 10 beavers from Lake Christina and Milton Reservoir. The cost to remove is \$10 per beaver. It was noted the Board did research the possibility of relocating the beavers and determined there is no other option. It was determined the Authority did not require the consent of FRICO to remove the beavers.

Following discussion, upon motion duly made by Director Freeman, seconded by Director Adkins and, upon vote, with Directors Adkins and Freeman voting yes and Directors Hethcock and Knopinski supporting, the Board authorized the removal of up to 10 beavers or \$1,000 at Lake Christina and Milton Reservoir.

2014 Chip Seal Project: The Board reviewed the bid summary prepared by Empire Management. There was only one bidder for this project, A-1 Chipseal Company. The bid included some crack sealing work and an alternate bid for striping of Beebe Draw Farms Parkway. Chip sealing and crack sealing bid was \$66,000 and the bid to stripe the Parkway was \$2,000. The contract has been drafted and work is scheduled to begin on August 15, 2014.

Following discussion, upon motion duly made by Director Adkins, seconded by Director Freeman and, upon vote, with Directors Adkins and Freeman voting yes and Directors Hethcock and Knopinski supporting, the Board approved a contract with A-1 Chipseal Company for a not to exceed amount of \$68,000.

CAPITAL AMENITIES

SECOND READING:

Attorney Cortese joined the meeting at this time.

Proposal from Halcyon Design, LLC: Ms. Deitman presented her revised proposal. The limit of liability provision was negotiated to \$500,000 for all disciplines except the Civil and Structural Engineer Services which shall be \$1,000,000. Ms. Deitman explained that due to the negotiations, she has lost some of the original team. She has found replacements but one contractor has a higher fee than was in the original proposal. She offered to split the increase with the Authority.

President Knopinski thanked Ms. Deitman for the offer but he feels the Authority should pay the entire increase. Director Hethcock agreed. The total of the revised proposal with the Authority paying the entire increase is \$51,802.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Hethcock and, upon vote, unanimously carried, the Board approved an addendum to AIA-B102-2007 with Halcyon Design, LLC to limit the liability to \$500,000 for all disciplines except Civil and Structural Engineer as outlined above specific to the New Maintenance Facility Project only.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Hethcock and, upon vote, unanimously carried, the Board approved an addendum to AIA-B102-2007 with Halcyon Design, LLC for a not to exceed amount of \$51,802.

<u>Design-Bid Process:</u> Attorney Cortese presented her memo. The Board reviewed the information and determined to use this process for the New Maintenance Facility Project. Ms. Deitman will provide a proposal for drafting the Request for Qualifications and Request for Proposals when the time comes.

Attorney Cortese left the meeting at this time.

INFRASTRUCTURE

<u>Development of the Front 36 Lots and Associated Infrastructure</u>: Mr. Volle provided an update on the status of the project. Fiore and Sons have completed all of the work with the exception of the paving of the northern cul-de-sacs.

<u>Change Order No. 7</u>: Mr. Volle presented Change Order No. 7 to the Fiore and

Sons contract. This change order addressed the drainage design between the swales on Fairbanks Road and the northern cul-de-sacs. Fiore excavated 723 CY in this change order.

<u>Change Order No. 8</u>: Mr. Volle presented Change Order No. 8 to the Fiore and Sons contract. The changes to the swale elevations made in Change Order No. 7 resulting in 4 water services not having enough cover for freeze protection. Those services were lowered to achieve 5FT cover. Additionally, the main waterline did not have adequate cover adjacent to two reinforced concrete pipes. Those RCPs were extended 8FT to provide cover for the waterline.

<u>Change Order No. 9:</u> Mr. Volle presented Change Order No. 9 to the Fiore and Sons contract. The drainage design did not have adequate erosion control features and the heavy rains caused erosion in the ditches and at the rundown into the retention pond. Fiore and Sons repaired the erosion in the ditches and the retention pond and installed a riprap rundown into the pond. They also installed riprap dams at the culverts to slow the flow of water.

<u>Change Order No. 10:</u> Mr. Volle presented Change Order No. 10 to the Fiore and Sons contract. During construction, Encana required the retention pond to be shifted away from their battery. The pond was field fit in the new location. Fiore excavated 2,200CY under this change order.

<u>Change Order No. 11:</u> Mr. Volle presented Change Order No. 11 to the Fiore and Sons contract. Due to unusual weather, Fiore is granted a time extension.

Following discussion, upon motion duly made by Director Hethcock, seconded by President Knopinski and, upon vote, with Directors Hethcock and Knopinski voting yes, and with Directors Freeman and Adkins supporting, the Board approved Change Order Nos. 7 through 11 to the Fiore and Sons contract.

<u>Transfer of Ownership of Stormwater Permit:</u> Mr. Volle presented the transfer of ownership of the stormwater permit related to the Lots 1-36. He noted that the transfer of ownership of the permit from the contractor to the Authority is standard practice upon completion of the project. Fiore and Sons will continue to warranty the seeding of the area.

The Board determined to not take any action on this transfer of ownership until the project is complete.

Approval of Pay Application No. 4: Mr. Volle will prepare pay application No. 4 once the project is complete and all change orders have been reviewed.

Following discussion, upon motion duly made by President Knopinski, seconded by Director Hethcock and, upon vote, unanimously carried, the Board approved pay application No. 4 as approved and recommended by the Authority Engineer and directed staff to route to Directors Knopinski and Hethcock for execution of payment.

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 AUGUST 12, 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

August 12, 2014

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

TELEPHONE/EMAIL ISSUE(S) TO BE ADDRESSED	3 N 303-601-5583 Bue New Nesident	9705157822 Non	303.90c. 2617 N/X			
ADDRESS	16507 ESSEX ASS N 30	16497-5. Ledgad 97	16436 RSEX ROS 30			
NAME	Clint Carter	Kir Cnidwell	KELLY DEITHAN			

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/04/14)

Community Center Expansion	Action Items
03/08/11	Date of Meeting
Linda	Assigned To
	Priority
×	Not Started In Process
	Reoccurring
	Follow up Required
	Complete
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	Notes

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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.
									approved.
<u>Lease at Milton Lake</u>	08/09/11	Joe Christine MaryAnn			×				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
					- 1				02/07/12 – MaryAnn has spoken with an
									received was transmitted to the Board. MaryAnn has
									also drafted the assignment to FRICO and transmitted it
									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
									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	& 2 and Authority Action Items Status Matrix	tion Items St	atus N	/atri		Updated		08/04/14)	
	Date of Meeting	Assigned To	Priority	Not Started		Reoccurring	D 1 1	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. 07/08/14 – Christine, Joe, Doug and Barry Bowman have a meeting scheduled with FRICO.
Cheat, Rye and Mustard Grass Mitigation	10/09/12	Doug		~	×				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 be conditioned to the chemicals.
									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
									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
									09/04/13 – Dan will present proposals at the
									09/10/13 - Dan presented a proposal for weed
									for an approximate cos

		Appraisal of Undeveloped Land
Meeting		07/09/13
To		Joe Doug
Priority		
Not Started		
In Process		×
Reoccurring		
Follow up Required		
Complete		
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 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.	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.	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 ward of the Authority should not make forward the Authority should not make the Authori

with the next steps of possible acquisition. Christine								
Notes	Complete	Follow up Required	Reoccurring	Not Started In Process	Priority Not Started	Assigned To	Date of Meeting	Action Items

New Maintenance Facility		Action Items
10/08/13		Date of Meeting
Kelly Doug Lisa		Assigned To
		Priority Not Started
×		In Process
		Reoccurring
		Follow up Required
		Complete
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. 07/08/14 – Kelly, Doug and Elizabeth have a meeting scheduled to discuss the proposal on July 9, 2014.	with the next steps of possible acquisition. Christine commented that she would confer with her partners to confirm the price of the vacant land.	Notes

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/04/14)

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Action Items	Date of Meeting	Assigned To	Priority Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
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. 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.
Chip Sealant Project	07/09/13	Dan Lisa		×				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 roadways by 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

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 08/04/14)

Job Description for Property Manager	NO DIVNG stickers at Pool	Maintenance at RV Storage		Action Items
03/11/14	10/08/13	08/13113		Date of Meeting
Doug Glen	Dan	DeWayne		Assigned To Priority
V				Not Started In Process
×	×	×		
				Reoccurring Follow up Required
				Complete
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	olicit cost to replace sck. \$15.71. Authorized talled during Pool s delivered and will	Mow weekly and spray for weeds in and around the RV Storage area. Remove the weeds and remove the fence posts.	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 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. 07/08/15 – Project is out to bid. 08/04/14 – bids received. BOD will consider approval at August meeting.	Notes

			Commence of the last of the la						
Costs and/or decisions for the following: 1Pool 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 2014. Include center line striping in scope of workRe-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.			×			У	Authority		Budget Items and Future Projects for Consideration
BOD and staff for review. 07/08/14 – Doug and Glen will finalize and present to BOD for approval. 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. 08/04/14 – Dan will contact RMWSI for proposal for Fall rodent control.					×		Dan Lisa	01/14/14	Rodent Mitigation 2014
Notes	Complete	Follow up Required	Reoccurring	In Process	Priority Not Started		Assigned To	Date of Meeting	Action Items