

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS AUTHORITY HELD MARCH 12, 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 12th day of March, 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
Jeffrey T. Hare
Michael Welch (via speakerphone)
John B. Warnick (via speakerphone), as an alternate for District No. 2

Following discussion, upon motion duly made by Director Hare, seconded by Director Welch 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; Special District Management Services, Inc.

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

Linda Cox and Doug Tabor; Beebe Draw Farms Metropolitan District No. 1 Board members

DeWayne Colby; Property Manager

Kelly Deitman; Halcyon Design LLC

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.

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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 Director Knopinski's Disclosure Statement has 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 Hare, seconded by Director Welch 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 February 12, 2013 regular meeting.
- Review and approve the payment of claims through the period ending March 12, 2013, as follows:

General Fund:	\$ 34,941.79
Infrastructure Fund	\$ 25.00
Amenities Fund	\$ -0-
Total:	\$ <u>34,966.79</u>

- Review and accept unaudited financial statements through the period ending January 31, 2013.
- Ratify approval of Service Agreement for a 2013 Tree Program between the Authority and BioTree, LLC.

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

Payment of Home Depot Bill: Ms. Johnson discussed with the Board the need to pay the Home Depot bill on-line to avoid late fees.

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Following discussion, upon motion duly made by President Knopinski, seconded by Director Hare and, upon vote, unanimously carried, the Board authorized staff to pay the Home Depot bill on-line, between meetings, with the understanding that the bill and detail will be included in the monthly claims and if the bill is over \$2,500, staff will obtain Board approval via e-mail prior to payment of the bill.

PUBLIC COMMENT

Public Comment: There were no public comments.

LEGAL MATTERS

Law Enforcement Agreement between the Weld County Sheriff and Beebe Draw Law Enforcement Authority District: The Board reviewed and acknowledged the Law Enforcement Agreement between the Weld County Sheriff and Beebe Draw Law Enforcement Authority District. No action was required by the Board. Ms. Johnson was directed to contact the Weld County Sheriff to discuss their concerns with utilizing the gatehouse.

OPERATIONS AND MAINTENANCE

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

Rules and Regulations Committee for the Authority's Amenities: Mr. Tabor presented his Pool Rules Committee Report to the Board. He noted that the committee would like to schedule a meeting for March 30, 2013 at 9:00 a.m. at the Pelican Lake Ranch Community Info and Sales Center to solicit input from the community on the pool rules and regulations. Staff will send an e-mail to the community residents notifying them of the meeting and requesting their participation.

Pool Manager Position: Ms. Johnson reported that a notice that the Authority was hiring for the pool manager position was posted around March 1, 2013 with a deadline to submit resumes by March 20, 2013. She noted that she spoke with one individual regarding the position, but has not received any other inquiries about the job or resumes to date.

SECOND READING:

Proposal from Alpine Gardens for Landscape Improvements at the Gatehouse and Community Entry Way: Ms. Cox reviewed with the Board the proposal from Alpine Gardens for landscape design at the gatehouse, community entry way and along Beebe Draw Farms Parkway with special emphasis at the end of the parkway. The proposal to complete this work is for \$1,950. If

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approved, Alpine Gardens can have a plan completed in the next two weeks for the committee to review and then present to the Board.

Following discussion, upon motion duly made by Director Hare, seconded by Director Welch and, upon vote, carried with Directors Hare and Welch voting "Yes" and with the support of President Knopinski and Director Warnick, the Board approved a Service Agreement for Landscape Design Services between the District and Alpine Gardens for the amount of \$1,950.

CAPITAL AMENITIES

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

Design and Construction of a New Maintenance Facility: The Board entered into discussion regarding the status of the design and construction of a new maintenance facility.

Proposal from Halcyon Design LLC to Provide a Plan Layout of a New Maintenance Facility: Ms. Deitman presented two options for a new maintenance facility. The Board reviewed the options, asked questions and received input. The potential site plan was based on the concept of locating the maintenance facility by the equestrian arena. The next step is to check with the developer on the availability of the property located close to the equestrian arena. President Knopinski will contact the developer to discuss the availability of this property.

Following discussion, upon motion duly made by Director Hare, seconded by Director Welch and, upon vote, carried with Directors Hare and Welch voting "Yes" and with the support of President Knopinski and Director Warnick, the Board ratified approval of the proposal from Halcyon Design LLC to provide a plan layout of a new maintenance facility for an amount not to exceed \$1,080.

FIRST READING:

Operation and Maintenance Reserve: The Board entered into discussion regarding increasing the Operation and Maintenance Reserve, based on the feedback from the community via the Amenities Survey. The Board reviewed the operating expenditures and discussed the amount necessary to increase the Operation and Maintenance Reserve to one year's worth of operation and maintenance expenditures. The Board suggested that as an option to meet this goal, the Authority increase the Operation and Maintenance Reserve over five years. This matter will be discussed again at the April Board meeting, under a second reading.

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SECOND READING:

Authorize Director Welch and Mr. Tabor to Negotiate and Retain an Appraiser for Land Outside of Filing No. 1 Owned by REI: Director Knopinski reported to the Board on the efforts to obtain a revised proposal to value the undeveloped land. President Knopinski, Mr. Tabor and Lisa Johnson participated in a conference call with Harold McCloud and Beverly Phillips (appraisers) and discussed the items to be considered in a revised proposal to value the undeveloped land. There are outstanding questions from Mr. McCloud and Ms. Phillips that remain unanswered. President Knopinski will gather the necessary information and transmit it to Mr. McCloud and Ms. Phillips as soon as possible.

Following discussion, upon motion duly made by Director Hare, seconded by Director Welch and, upon vote, unanimously carried, the Board ratified the authorization of Director Welch and Mr. Tabor to negotiate and retain an appraiser on a time and materials basis for an amount up to \$20,000 for land outside of Filing 1 owned by REI with a value not based upon development potential but on a bulk sale.

INFRASTRUCTURE

SECOND READING:

New Street Signs in the Community: Ms. Cox reported that she has compiled a list of where the new street signs are to be located. She will obtain a proposal from Biltrite Sign Service, Inc. to add the street signs as needed.

ADJOURNMENT

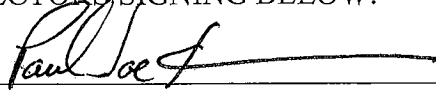
There being no further business to come before the Board at this time, upon motion duly made, seconded, and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By _____
Secretary for the Meeting

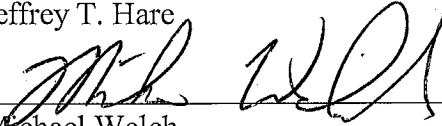
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THESE MINUTES ARE APPROVED AS THE OFFICIAL MARCH 12, 2013
MINUTES OF BEEBE DRAW FARMS AUTHORITY BY THE BOARD OF
DIRECTORS SIGNING BELOW:



Paul "Joe" Knopinski

Jeffrey T. Hare



Michael Welch



Christine Hethcock

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 3/6/13)

Action Items	Date of Meeting	Assigned To	Priority	Not Started	In Process	Reoccurring	Follow up Required	Complete	Notes
<p><u>Community Center Expansion</u></p> <p><i>Empire request contract to inspect / date for warranty work</i></p>	03/08/11	Linda Angie			X				<p>04/12/11 – Committee will meet on April 14, 2011 at 6 p.m. Four to five residents expressed interest in attending.</p> <p>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.</p> <p>06/3/11 – committee met with Halcyon Design (Kelly) and shared their information. Kelly will contact the committee when the work is complete.</p> <p>07/13/11 – committee meeting scheduled for July 21, 2011 at 7 p.m. Kelly will present 2 designs to the committee.</p> <p>08/04/11 – committee met and will present information to Authority Board in September.</p> <p>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.</p> <p>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</p> <p>09/25/11 – Community will preview sketches at Pig Roast.</p> <p>11/04/11 – Linda and Angie will give an update at the November board meeting.</p> <p>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.</p> <p>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</p>

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<p><u>Rules and Regulations Regarding Amenities</u></p> <ul style="list-style-type: none"> - <u>Enforcement of oil and gas property reclamation</u> - <u>Policy for mail room postings (who is responsible and how long should things remain)</u> - <u>Use of community of center and how to provide access</u> - <u>Clarify pool party rules and fees</u> 	08/14/12	Mike Doug			X				<p>feedback from the community.</p> <p>04/18/12 – work session held. Expansion will be included in amenities survey that will be distributed to residents soon.</p> <p>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.</p> <p>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.</p> <p>08/04/11 – email drafted and transmitted to residents. Jeff is the contact for interested parties.</p> <p>09/20/11 – Committee will be established in October 2011.</p> <p>12/13/11 – no new report.</p> <p>02/14/12 – no new report. Work in progress.</p> <p>04/18/12 – no new report.</p> <p>06/28/12 – no new report.</p> <p>07/10/12 – no new report.</p> <p>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.</p> <p>10/09/12 – Mike will schedule a meeting with the committee in the next 30 days.</p> <p>11/7/12 – Mike held meeting on October 25, 2012. He will provide a report at the November board meeting.</p> <p>12/12/12 – Mike will schedule another committee meeting.</p> <p>02/12/13 – Doug will meet with committee members to draft revisions to the current pool rules and will present</p>

Beebe Draw Farms MD Nos. 1 & 2 and Authority Action Items Status Matrix (Updated 3/6/13)

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- <u>Lease at Milton Lake</u>	08/09/11	Joe Christine Jeff			X				this information at the March board meeting. 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 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.
Law Enforcement Special Duty Agreement with Weld County Sheriff <i>modify then do they now offer</i>	09/13/11	Jeff						X	Jeff and Christine to work together to draft an amendment and/or negotiate a new agreement with Weld County Sheriff. 02/14/12 – Jeff will meet with Weld County Sheriff next

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									<p>week.</p> <p>04/04/12 – Jeff met with Weld County Sheriff. Board and/or staff will need to work with County Attorney on the agreement.</p> <p>04/18/12 – County Attorney will draft agreement and route to the BOD for review.</p> <p>06/14/12 – work in progress.</p> <p>07/10/12 – work in progress.</p> <p>08/17/12 – Jeff will email County and request a status.</p> <p>09/11/12 – Jeff will email County and request a status.</p> <p>10/09/12 – Jeff will email County and request a status.</p> <p>12/12/12 – Jeff will email County and request a status.</p> <p>03/06/13 – Weld County has approved a law enforcement agreement between the County and the Beebe Draw Law Enforcement Authority.</p>
<u>Barrier Around Pool Fence</u>	07/10/12	DeWayne Dennis Dan		X					<p>Install barrier around bottom of pool fence to keep toads, snakes, etc. out of pool area. DeWayne will install over the winter.</p>
<u>Oil and Gas Mapping</u>	08/14/12	Lisa Tim		X					<p>BOD approved a contract with Tamarack Consulting for the preparation of an oil and gas map. Liz prepared service agreement and transmitted to Tim McCarthy.</p> <p>09/11/12 – work in progress.</p> <p>10/19/12 – draft map was circulated to Joe and Christine for review. Christine provided comments. Tim to schedule meeting with Christine. Once map is complete, Tim and Lisa will determine if all wells are being taxed correctly.</p> <p>11/7/12 – Christine to schedule a meeting with Tim McCarty to finalize the map.</p> <p>12/4/12 – Christine met with Tim and Jason. Tim will work to finalize the map and then work with staff to ensure the oil and gas revenue from production is accurate for current and previous years.</p> <p>1/28/13 – Tim is working on AV and Production data.</p>

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Chemical Room at Pool <i>Red to work w/ Dennis + Christine to understand room of chemicals</i>	09/11/12	DeWayne Dennis Dan Christine Joe			X				He will also prepare a map showing parcels (existing and planned) with pipeline, easements, buffers around well heads, etc. He will begin work on this map the week of January 28, 2013.
Oil and Gas Committee	10/09/12				X				DeWayne and Dennis: to learn the operations of the mechanical room in spring 2013.
Cheat Grass Mitigation <i>to do.</i>	10/09/12	Linda			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.
Landscape Master Plan at Entry and Gatehouse	10/09/12	Linda			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 Booten in early Spring to identify cheat grass areas for spraying.
2013 Pool Manager	02/12/13	Lisa			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. 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.
Budget Items and Future Projects for Consideration		Authority				X			Lisa to draft solicitation for 2013 pool manager. Doug posted notice in mail room. Lisa transmitted information via email to all residents. Resumes are due March 20, 2013.
Costs and/or decisions for the following:									
1. -Pool tile repair and pool contractor for 2013-									

#light ballards need to lowered. - Dan Anderson

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									<p>bids in October, work to be completed in spring 2013.</p> <p>2. -Tree thinning at Lake Christina - ongoing</p> <p>3. -Gatehouse - interior repairs to drywall from plumbing leak (Dennis and DeWayne)</p> <p>4. -Purchase cover for stainless steel BBQ at pool</p> <p>5. -Tractor AC repairs</p> <p>6. -Pool furnishings - 1- lounge chair, 20 chairs, 15 mini-tables - recommend replacing with a darker color.</p> <p>7. -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.</p> <p>8. -Robot for pool - purchase new one in 2013.</p> <p>9. -Front button on drinking fountain does not work. Repair to occur in spring 2013.</p> <p>10. -On and off smell of chlorine gas and natural gas in mechanical room. Will address in spring 2013.</p> <p>11. -Water level sensors for both pools are not working properly. Wading pool overflows, large pool needs to be filled with hose. Will be addressed in spring 2013.</p> <p>12. -Need new sprayer to hose down pool deck and rinse vacuum bag. Will be addressed in spring 2013.</p> <p>13. -Fan in women's bathroom not working. Will be addressed in spring 2013.</p> <p>14. -Round pieces in bottom of skimmer are missing. Will be addressed in spring 2013.</p> <p>15. -Back flushing pumps is very difficult as handles are hard to move - same for handles to manually</p>

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									vacuum pool. Will be addressed in spring 2013. 16. -solicit proposals for the 2013 audit. 17. -Re-work irrigation system around sport court, not enough gpm to provide sufficient water to trees (were hand-watered all summer)