

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 1
HELD
JANUARY 11, 2011

A regular meeting of the Board of Directors of the Beebe Draw Farms Metropolitan District No. 1 (referred to hereafter as "Board") was convened on Tuesday, the 11th day of January, 2011, at 7:00 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:

Jeffrey T. Hare, President
Linda Evans Cox
George Barrett
Michael Welch
Angela Y. Powell – Via conference call

Also In Attendance Were:

Lisa Johnson and Elizabeth Alexander; Special District Management Services, Inc.

Kristin Bowers, Esq.; McGeady Sisneros, P.C. –Via conference call

Christine Hethcock and Paul "Joe" Knopinski; Beebe Draw Farms Metropolitan District No. 2

See attached sign-in sheet

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the proposed Agenda for the District's regular meeting.

Following discussion, upon motion duly made by Director Barrett, seconded by Director Cox and, upon vote, unanimously carried, the Board approved the agenda for the District's regular meeting, as amended.

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Barrett, seconded by Director Cox and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within

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its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of this location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

PUBLIC COMMENT There was no public comment.

CONSENT AGENDA The Board considered the following actions:

- Review and approve minutes of the December 6, 2010 continued regular meeting
- Review and accept unaudited Financial Statements through the period ending December 31, 2010

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

Resolution No. 2011-01-01 regarding 24-hour posting place: The Board considered Resolution No. 2011-01-01 designating the place at which notice will be posted at least 24 hours prior to each meeting.

Following review, upon motion duly made by President Hare, seconded by Director Cox and, upon vote, unanimously carried, the Board adopted Resolution 2011-01-01 as amended. A copy of the Resolution is attached hereto, and incorporated herein, by this reference.

LEGAL MATTERS Status of Restructuring: Attorney Bowers reported that Attorney McGeady has spoken with Bruce Barker with Weld County. Mr. Barker noted that he believes that the Planning Commission would consider the approval of the Amended and Restated Service Plan at their February or March meeting.

OTHER MATTERS Community Meeting: The Board discussed scheduling a Community Meeting to solicit input on future amenities and the possible transition of operation and maintenance responsibilities to the District No. 1 Authority Board representatives.

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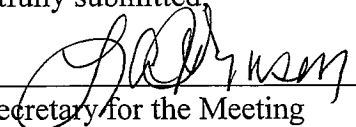
Following discussion, the Board determined to schedule a Community Meeting for Tuesday, January 25, 2011 from 6:00 p.m. to 8:00 p.m. at the Pelican Lake Ranch Community Info and Sales Center.

ADJOURNMENT

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

Respectfully submitted,

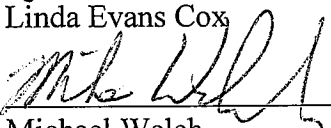
By


Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL JANUARY 11, 2011 MEETING MINUTES OF THE BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 1 BY THE BOARD OF DIRECTORS SIGNING BELOW:


Jeff Hare


Linda Evans Cox


Michael Welch


Angela Powell

BE BEE DRAW FARMS METROPOLITAN DISTRICT NOS. 1 and 2

JANUARY 11, 2011

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
Gary Moore	16494 Burghley	785-2745	
Scott S. S. S.	16474 Burghley	785-2616	
David S. S.	16474 Burghley CT	785-2616	

RESOLUTION NO. 2011-01-01
RESOLUTION OF THE BOARD OF DIRECTORS OF THE
BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 1
REGARDING POSTING FOR MEETINGS

WHEREAS, Special Districts are required by Subsection 24-6-402(2)(c), C.R.S., to designate annually at the District Board's first regular meeting of each calendar year, the place at which notice will be posted at least 24 hours prior to each meeting.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 1 AS FOLLOWS:

1. Notices of meetings of the District Board required pursuant to Section 24-6-401, et seq., C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the following location:

16498 Badminton Road South
Lot 84
Platteville, Colorado 80651

2. Notices of regular or special meetings required to be posted at three public places within the District and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting shall continue to be made pursuant to Section 32-1-903(2), C.R.S.

ADOPTED this 11th day of January, 2011.

BEEBE DRAW FARMS
METROPOLITAN DISTRICT NO. 1


Secretary