

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 1  
HELD  
JANUARY 29, 2024**

A special meeting of the Board of Directors (referred to hereafter as the “Board”) of the Beebe Draw Farms Metropolitan District No. 1 (referred to hereafter as the “District”) was convened on Monday, the 29<sup>th</sup> day of January 2024, at 5:00 P.M. This meeting was held at 16494 Beebe Draw Farms Pkwy. Platteville, CO 80651 and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

**Directors In Attendance Were:**

William Caldwell, President  
Brenda Lewis, Vice President  
Catrena Rosentreader, Secretary  
Cindy Billinger, Treasurer  
Sharon Dillon, Assistant Secretary

The Directors in attendance confirmed their qualifications to serve.

**Also In Attendance Were:**

Alex Clem and Shauna D’Amato; CliftonLarsonAllen, LLP (“CLA”)  
Ron Fano, Esq.; Spencer Fance LLP  
John and Kim Coleman, Linda Cok, Dave Miller, Elliott Hoover, Leon Miller, Patty Caldwell, Janet Konkell, Gerry Tschirpke, Doug Martin, Roy Wardell, Cindy Christianson, Jim Christianson, Laura Svedman, Jeff and Alma Heley, Jonni Skalar, Crystal Clark and other members of the public.

ADMINISTRATIVE  
MATTERS

**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 and to the Secretary of State. The Board 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 and have been filed. Director Caldwell disclosed that he is currently serving on the Property Owner’s Association.

**Call to Order and Agenda:** The meeting was called to order by Director Caldwell at 5:06 p.m. Following review of the agenda, upon motion duly made by Director Dillon, seconded by Director Caldwell and, upon vote, unanimously carried, the Board approved the agenda, as presented.

**Quorum, Location of Meeting and Posting of Meeting Notices:** The Board confirmed a quorum, adequate location of the meeting and noted meeting notices were posted as required.

**PUBLIC COMMENT**

Director Caldwell made a statement regarding the due diligence taken by the Board regarding the land transfers.

Laura Svedmen commented that 5:00 p.m. is a difficult time to attend Board meetings.

Crystal Clark, Doug Martin, Linda Cox, Roy Cox, Jeff Heeley, Jerry Tschirpke, Mike Copel, and Kim Coleman provided comments relating to the land transfer.

Director Dillon provided ideas on how to make meetings more accessible to the public.

Gale Lynn commented that lights from super rigs shine in her windows. Ms. Lynn noted Oxy, the developer, is responsible for this and requested assistance from the Board to remediate.

**CONSENT AGENDA**

The Board considered the following items under the Consent Agenda:

- Approval of November 8, 2023 Regular Meeting Minutes and November 8, 2023 Annual Meeting Minutes
- Ratify Approval of Payment of Claims Through the Period Ending January 22, 2024 Totaling \$23,335.72
- Acceptance of Schedule of Cash Position

Upon a motion duly made by Director Dillon, seconded by Director Caldwell and, upon vote, unanimously carried, the Board approved, ratified approval and accepted items under the Consent Agenda.

**FINANCIAL MATTERS**

None.

**LEGAL MATTERS**

**Discuss land conveyance to REI concern (adjourn to Executive Session pursuant to C.R.S. 24-6-402(4)(b) to receive legal advice regarding same):**

Upon a motion duly made by Director Rosentreader, seconded by Director Billinger and, upon vote, unanimously carried, the Board entered into executive session pursuant to C.R.S. 24-6-402(4)(b) to receive legal advice regarding the land conveyance to REI concern at 5:40 p.m.

Upon a motion duly made by Director Caldwell, seconded by Director Billinger and, upon vote, unanimously carried, the Board exited from executive session at 6:12 p.m.

Upon a motion duly made by Director Caldwell, seconded by Director Billinger and, upon vote, unanimously carried, the Board directed legal counsel to send a letter to Beebe Draw Farms Authority's legal counsel to begin discussing the transfer of property that has occurred.

MANAGER  
MATTERS

None.

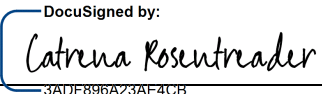
OTHER MATTERS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, Director Caldwell adjourned the meeting at 6:19 p.m.

Respectfully submitted,

By  3ADF896A23AE4CB  
Secretary for the Meeting



RON FANO  
DIRECT DIAL: 303-839-3820  
rfano@spencerfane.com

January 30, 2024

Beebe Draw Farms Metropolitan District No. 1  
ATTN: Lisa Johnson, District Manager  
lisa.johnson@claconnect.com

**Re: Opinion Concerning Executive Session Held January 29, 2024**

Dear Lisa:

In my opinion, the executive session that occurred during the Beebe Draw Farms Metropolitan District No. 1 Board meeting that I attended via Microsoft Teams on January 29, 2024 concerning the transfer of property from the Beebe Draw Farms Authority to REI, LLC was properly announced and was a privileged attorney-client communication. Therefore, no record or electronic recording of the executive session was required pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Sincerely,

SPENCER FANE LLP

A handwritten signature in blue ink, appearing to read "R. Fano", written over a light blue circular stamp.

Ronald L. Fano