

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
BEEBE DRAW FARMS METROPOLITAN DISTRICT NO. 2  
HELD  
FEBRUARY 13, 2024**

A special meeting of the Board of Directors (referred to hereafter as the “Board”) of the Beebe Draw Farms Metropolitan District No. 2 (referred to hereafter as the “District”) was convened on Tuesday, the 13<sup>th</sup> day of February 2024, at 6:00 P.M. This District Board meeting was conducted via Microsoft Teams videoconference and teleconference. The meeting was open to the public.

ATTENDANCE

**Directors In Attendance Were:**

Christine Hethcock, President  
Diane Mead, Vice President  
Scott Edgar, Secretary  
Joe Knopinski, Treasurer

**Also In Attendance Were:**

Lisa Johnson and Shauna D’Amato; CliftonLarsonAllen, LLP (“CLA”)  
Bill Caldwell, Sharon Dillon, Catrena Rosentreader, Brenda Lewis and Cindy Billinger; Beebe Draw Farms Metropolitan District No. 1 Directors  
MaryAnn McGeady, Esq.; McGeady Becher, P.C.

**Members of the Public:**

Jeanette Rummel, Kelly Deitman, Dave and Jo Miller, Ashlee Kazee, Laura Svedman, Jeffrey Heley, Sarah Hoover, Crystal Clark, Kent Lewis, Melanie Briggs, Ed Farrell, 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. Attorney McGeady 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 as filed.

**Call to Order and Agenda:** The meeting was called to order. Following review, upon a motion duly made by Director Knopinski, seconded by Director Mead and, upon vote unanimously carried, the Board approved the agenda.

**Quorum, Location of Meeting and Posting of Notices:** A quorum was confirmed.

The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. The Board determined to conduct the meeting at the above-stated date, time, and location. It was

further noted that notice of the time, date, location and manner of meeting was duly posted and that no objections to the location nor any requests that the meeting place be changed were received from taxpaying electors within the District's boundaries.

Ms. Johnson advised that meeting notices were posted as required.

#### PUBLIC COMMENT

Sharon Dillon asked if the Board would confirm that Director Edgar is the manager of REI, LLC, and Director Hethcock is no longer the manager of REI, LLC. Director Hethcock confirmed.

Crystal Clark read a prepared statement to the Board, which is attached hereto and incorporated herein by this reference.

Ed Farrell read a prepared statement to the Board, which is attached hereto and incorporated herein by this reference.

Bill Caldwell addressed the Board, requesting future Board meetings to be held with an in-person attendance option. He then reported that he would like to work towards resolution of the land conveyance matter.

Kent Lewis asked Director Knopinski regarding his knowledge of certain aspects of the land conveyance matter.

Brenda Lewis addressed the Board, echoing the comments made by Ms. Clark and Mr. Farrell.

#### CONSENT AGENDA

The Board considered the following actions under the Consent Agenda:

- Approve the Minutes of the November 8, 2023 Regular Board Meeting; and
- Ratify Approval of Payment of Claims totaling \$30,844.79.

Upon motion duly made by Director Knopinski, seconded by Director Mead and, upon vote unanimously carried, the Board approved the Consent Agenda.

#### FINANCIAL MATTERS

**Public Hearing on Amendment to 2023 Budget:** Ms. Johnson opened the public hearing to consider an amendment to the 2023 Budget at 6:23 p.m. Ms. Johnson presented the Budget amendment to the Board.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing. Discussion ensued regarding the election costs and other revenue. Ms. Johnson will work with the accountant on providing answers to the questions.

The public hearing was closed at 6:32 p.m.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Edgar and, upon vote unanimously carried, the Board adopted the Resolution to Amend the 2023 Budget.

LEGAL MATTERS

**Executive Session:** Pursuant to Sections 24-6-402(4)(a), (b) and (e), C.R.S., upon motion duly made by Director Hethcock, seconded by Director Knopinski and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 6:38 p.m. for the sole purpose of receiving legal advice related to correspondence received by the District from Beebe Draw Farms Metropolitan District No. 1 regarding the conveyance of real property from Beebe Draw Farms Authority to REI, LLC as authorized by Section 24-6-402(4)(b) and (e), C.R.S. Furthermore, pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the Board's attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Upon a motion duly made by Director Knopinski, seconded by Director Mead and, upon vote unanimously carried, the Board reconvened to regular session at 8:43 p.m.

Director Edgar addressed the community, noting that the Board has worked hard in the executive session and there are questions that still need to be answered and some additional research on this topic, therefore he would like to continue this meeting with the goal of producing a response letter to Beebe Draw Farms Metropolitan District No. 1 and Beebe Draw Farms Authority.

While the Board, Attorney McGeady and Ms. Johnson were in executive session, Ms. D'Amato remained in the public open session. The public discussed the following matters:

Ms. Dillon provided an update of the Weld County application process for submitting comments regarding the proposed Filing 2 construction project.

Discussion ensued regarding the ownership and new payment process of the RV storage lots, issues with Teams meeting links, revisiting the Beebe Draw Farms Authority's Authority Establishment Agreement and possible revision in the future.

There was additional discussion regarding the ownership of the water within Lake Christina and surrounding property, and the possibility of the community seeking outside counsel regarding the legal issues in which the Beebe Draw Farms Metropolitan Districts are currently involved.

MANAGER  
MATTERS

None.

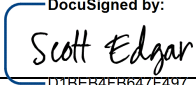
OTHER MATTERS

None.

ADJOURNMENT

Upon a motion duly made by Director Edgar, seconded by Director Knopinski and, upon vote unanimously carried, the Board determined to continue the meeting to February 21, 2024, at 6:00 p.m. Attorney McGeady explained the structure of the continued meeting, noting that the agenda will be comprised of an executive session and the Board is not expecting to take any action.

Respectfully submitted,

By  Secretary for the Meeting  
DocuSigned by:  
D1BEB4FB647F497...

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Beebe Draw Farms Metropolitan District No. 2 Board (the "Board"), I attended the executive session meeting of the Board convened on February 13, 2024, as authorized by Section 24-6-402(4)(b) and (e), C.R.S., for the purpose of discussing correspondence received by the District from Beebe Draw Farms Metropolitan District No. 1 regarding the conveyance of real property from Beebe Draw Farms Authority to REI, LLC. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b) and (e), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

DocuSigned by:

*MaryAnn M. McGeady*

87C9FEC71A504AC...

MaryAnn McGeady, Attorney for the District

Date: 4/2/2024

Statement read by Crystal Clark:

According to the Special District Association of Colorado, directors have the fiduciary “duty to exercise the utmost good faith, business sense, and astuteness on behalf of the district” and are “prohibited from taking personal advantage of a situation to benefit” oneself.

Time and time again, Christine Hethcock has proven that she conducts business not in the best interest of the taxpayers, but in her own best interests. She was already sued once by the residents costing the districts and taxpayers a tremendous amount of money in legal costs, only to put the districts and taxpayers in the same situation again.

With the current land transfer issues, Christine was approached to lease the land to FRICO and instead of working out the best deal for the taxpayers. Instead, she took our land, deeded it to her company, without the proper approval, only to turn around and sell her controlling interest to the very ones who were trying to lease the land!

She breached her fiduciary duty, acted in bad faith, and personally profited from her unethical acts.

Therefore, I request that she be recused from the land conveyance issue and step down from the D 2 Board.

While Joe may not have personally profited from the land transfer, he definitely was not acting in the best interests of the taxpayers or districts when approving the land conveyance. Instead, Joe acted in the best interests of Christine/REI.

Due to this, I ask Joe to recuse himself from the land issue and for Scott Edgar and Diane Meade be the D2 reps on the Authority Board for the land conveyance issue.

Fifteen years ago, Christine was sued by the BBD residents and settled by giving them the AEA and the amenity land she had so long ago promised them. This was to ONLY wait eleven years until she found a board that would deed the land back to her.

I believe that we are now at a crossroads with three different paths:

ONE: we can do what Christine did and simply wait until we have just the right board to go after the clouded title, as there is no statute of limitations for the recovery of government property.

Or TWO: We can draw lines in the sand and the Districts and Authority can spend a great deal of taxpayer’s money on legal costs fighting amongst themselves, twisting the definitions and procedures in the AEA to fit each side.

Or THREE: we can determine the fair-market value of the land and lost income and then open communication between the BBDF residents and Scott Edgar, the new REI manager, to negotiate an equitable exchange.

I believe there are creative solutions to navigate this situation that could potentially be beneficial to ALL sides. But first the Districts and Authority Boards MUST all choose to be traveling the same road.

Statement read by Ed Farrell:

I want to let the D2 Board know how disappointed your actions have left me and others. I do not speak for the entire development but can assure you my comments are echoed by many. I have a complete lack of trust in your ability to manage any business decisions related to District 2 and the Authority. This includes the pending Filing 2 actions.

As a result of your actions related to the land transfer I am asking for a Quinquennial review in order to determine what other actions and financial decisions have been made that fall within a conflict of interest. Conflicts related to this land transfer specifically include Wernsman Engineering, who was on the board when this transfer was approved and who has since benefitted greatly, and any other conflicts with the Board with either their ownership percentages or shares in REI that would benefit anyone. Merely Filing a conflict of interest does not relieve that conflict and any D2 or Authority board member with a conflict should be banned from casting a vote.

A Quinquennial review is necessary to insure the tax dollars collected by the county and dispersed to the Authority are being spent on current Filing 1 infrastructure and amenities. The Filing 2 application, engineering contracts and consulting and attorney fees are not funds that should be diverted from the Authority budgets. New Filing costs should be the developers' investments and not from the tax pool derived from Filing 1 residents.

I understand there are insurance policies to protect individuals serving on District and Authority boards from liability. I would be surprised if these policies would apply in situations that were initiated willfully and illegally in accordance with the AEA. In fact, I will support a full investigation with the State Attorney General, and the County District Attorney. I also support filing a claim with the Metropolitan District Homeowners Rights Task Force.

---

**Certificate Of Completion**

Envelope Id: E9AC4F4387BB452793C9C0C9C97847C3	Status: Completed
Subject: Complete with DocuSign: BBDFMD2 - Minutes 2-13-2024 (final).pdf	
Client Name: BBDFMD2	
Client Number: A510299	
Source Envelope:	
Document Pages: 7	Signatures: 2
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Natalie.Herschberg@claconnect.com
	IP Address: 65.59.88.254

**Record Tracking**

Status: Original	Holder: Natalie Herschberg	Location: DocuSign
4/2/2024 11:07:52 AM	Natalie.Herschberg@claconnect.com	

**Signer Events**

MaryAnn M. McGeady  
 mmcgeady@specialdistrictlaw.com  
 Security Level: Email, Account Authentication (None)

**Signature**

DocuSigned by:  
  
 87C9FEC71A504AC...  
 Signature Adoption: Pre-selected Style  
 Using IP Address: 50.220.120.106

**Timestamp**

Sent: 4/2/2024 11:11:12 AM  
 Viewed: 4/2/2024 5:20:24 PM  
 Signed: 4/2/2024 5:20:37 PM

**Electronic Record and Signature Disclosure:**

Accepted: 4/2/2024 5:20:24 PM  
 ID: df65a76e-f9a1-4b6e-8b5a-c7294b75fcfa

Scott Edgar  
 Scott@farmersres.com  
 General Manager  
 Security Level: Email, Account Authentication (None)

DocuSigned by:  
  
 D18EB4FB647F497...  
 Signature Adoption: Pre-selected Style  
 Using IP Address: 71.196.141.87

Sent: 4/2/2024 11:11:12 AM  
 Viewed: 4/4/2024 7:32:34 AM  
 Signed: 4/4/2024 7:37:44 AM

**Electronic Record and Signature Disclosure:**

Accepted: 6/15/2023 2:05:45 PM  
 ID: 46049abf-fb5e-48db-bc1c-029bc6d3388b

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp

Catherine Will  
 cwill@specialdistrictlaw.com  
 Security Level: Email, Account Authentication (None)

**COPIED**

Sent: 4/2/2024 11:11:12 AM  
 Viewed: 4/2/2024 4:05:50 PM

**Electronic Record and Signature Disclosure:**

Not Offered via DocuSign



**Carbon Copy Events****Status****Timestamp**

Records Team  
 sdrecordsretention@claconnect.com  
 Security Level: Email, Account Authentication  
 (None)

COPIED

Sent: 4/2/2024 11:11:12 AM  
 Viewed: 4/4/2024 8:17:17 AM

**Electronic Record and Signature Disclosure:**  
 Accepted: 10/5/2023 9:27:44 AM  
 ID: 2eeab7cf-9041-488d-bed0-8baedf289723

**Witness Events****Signature****Timestamp****Notary Events****Signature****Timestamp****Envelope Summary Events****Status****Timestamps**

Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	4/2/2024 11:11:12 AM
Certified Delivered	Security Checked	4/4/2024 7:32:34 AM
Signing Complete	Security Checked	4/4/2024 7:37:44 AM
Completed	Security Checked	4/4/2024 7:37:44 AM

**Payment Events****Status****Timestamps****Electronic Record and Signature Disclosure**

## **ELECTRONIC RECORD AND SIGNATURE DISCLOSURE**

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

### **How to contact CliftonLarsonAllen LLP:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com)

### **To advise CliftonLarsonAllen LLP of your new email address**

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

### **To request paper copies from CliftonLarsonAllen LLP**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

### **To withdraw your consent with CliftonLarsonAllen LLP**

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

### **Required hardware and software**

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

### **Acknowledging your access and consent to receive and sign documents electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.