
MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
EAGLE BEND METROPOLITAN DISTRICT NO. 2
HELD
JANUARY 11, 2016

A special meeting of the Board of Directors of the Eagle Bend Metropolitan District No. 2 was held on January 11, 2016 at 8:30 a.m. at the Inverness Hotel, 200 Inverness Drive West, Englewood, Colorado 80112. The meeting was open to the public.

Attendance

In attendance were the following Directors:

Tom Coker
Rex Rexroat
George Arellano
Bruce Simner
Ed Malone

Also in attendance were:

Denise Denslow and Shannon Torgerson; CliftonLarsonAllen LLP ("CLA")
Kristen Bear; White Bear Ankele Tanaka & Waldron (for a portion of the meeting)
Audrey Arellano Davie; Communications Assistant (for a portion of the meeting)

Call to Order

Director Coker called the meeting to order at 8:30 a.m.

Declaration of
Quorum/Director
Qualifications/
Disclosures of
Conflicts

Director Coker declared that there was a quorum and that all Board members were qualified to serve. The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors and to the Secretary of State. The members of the Board were requested to 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 Statute. It was noted by the Board that disclosures of potential conflicts of interest statements for all directors have been filed with the Secretary of

State's office prior to this meeting and that no additional conflicts were disclosed at the meeting.

Strategic Planning/
Capital Planning

The Board discussed the use of the funds held in the Water Enterprise fund in relation to the third water source. The Board also discussed traffic safety in the District.

A brief water history was provided to Director Malone with the major understanding being there is the ability for major interaction with a dynamic group of water suppliers (WISE, Aurora Water, Rangeview Water), and that Eagle Bend is unique in that they have the authority to control and supply water within the District's boundaries. It was also noted part of the strategic planning discussion will occur later in the meeting when Attorney Bear is present as a part of the regular Election cycle.

The Board determined that the long term goal of the District is to use the funds held in reserve as appropriate for the community, after vote of the community, at the will of the Board.

District
Communications

The Board reviewed "Introduction to Your Metro District" in detail with Ms. Arellano-Davie. It was further discussed, upon recommendation by Director Arellano, that a member of the Board attend the monthly new homeowner orientation held by Heritage Eagle Bend to introduce the District to new homeowners. Director Coker requested photos of CLA staff be included in the booklet, in addition to Ms. Arellano-Davie.

Legal

Attorney Bear was in attendance to answer questions regarding the ballot questions in relation to the traffic safety request received by the Board at the December meeting and the need for a third water source. It was noted that electoral authorization on debt is good until 2020 however the Service Plan authorization is perpetual. The District, in her understanding, is not looking to issue debt for either improvement; however, the questions would be drafted in such a way that would allow the Board some flexibility to determine the level of participation. Ms. Bear noted that the only timing consideration is that the questions need to be finalized quickly in time to make it on the May ballot, otherwise it would have to wait until the November 2016 election or November 2017 election cycle. Ms. Bear also noted that even if the election questions are passed by the voters, these costs cannot be incurred without further Board action authorizing the expenditures.

The Board requested the language regarding the traffic signal be broadened to overall traffic safety since there are several problem areas within the District's boundaries.

The Board requested that candidate meetings be set up at the HEB Clubhouse once candidates are determined.

Review of Minutes

Following discussion, upon a motion duly made by Director Rexroat, seconded by Director Coker and, upon vote, unanimously carried, the Board amended the agenda to review and approve the minutes of the December 17, 2015 meeting and approved the minutes of the December 17, 2015 meeting as presented.

Management

Engagement Letter

The Board reviewed the red-lined changes to the Independent Contractor Agreement in detail. Following discussion, upon a motion duly made by Director Coker, seconded by Director Simner and, upon vote, the Board amended the agenda to review and approve the Independent Contractor Agreement between the District and CliftonLarsonAllen LLP and approved the agreement as reviewed.

As part of the discussion regarding the management engagement letter, the Board requested a proposal be obtained from SDMS for Election Management Services.

Landscaping

Director Arellano reviewed the rodent/vole issue at the garden with the Board and outlined the steps he will be taking if mitigation doesn't solve the issue.

Director Arellano also requested that the representatives from Creekside Eagle Bend be invited to attend the January meeting to discuss their cost share request for 2016.

Board Member

Roles, Duties and Responsibilities

The Board reviewed the Board Member Roles, Duties and Responsibilities in detail. It was requested that Director Simner be removed from the Communications category. Following discussion, upon a motion duly made by Director Simner, seconded by Director Rexroat and, upon vote, unanimously carried, the Board approved the Board Member Roles, Duties and Responsibilities as amended.

Next Meeting

Confirm Quorum for Next Board Meeting to be Held Thursday, January 21, 2016 at 10:00 a.m. at the Heritage Eagle Bend Clubhouse

The Board confirmed the intent of a quorum for the next Board meeting, to be held Thursday, January 21, 2016 at 10:00 a.m. at the Heritage Eagle Bend Clubhouse.

Adjournment

Upon a motion duly made by Director Rexroat, seconded by Director Simner and, upon vote, unanimously carried, the Board adjourned at 2:18p.m.

Respectfully submitted,



Secretary for the Meeting