
MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
EAGLE BEND METROPOLITAN DISTRICT NO. 2
HELD
JULY 27, 2016

A special meeting of the Board of Directors of the Eagle Bend Metropolitan District No. 2 was held on July 27, 2016 at 8:30 a.m. at CliftonLarsonAllen LLP, 8390 E. Crescent Parkway Suite 500, Greenwood Village, Colorado 80111. The meeting was open to the public.

Attendance

In attendance were the following Directors:

Rex Rexroat
George Arellano
Ed Malone
David Gruber
Larry Moore

Also in attendance were:

Denise Denslow and Kim Herman; CliftonLarsonAllen LLP ("CLA")
Kristen Bear; White Bear Ankele Tanaka & Waldron

Call to Order

Director Moore called the meeting to order at 10:17 a.m.

Declaration of
Quorum/Director
Qualifications/
Disclosures of
Conflicts

Ms. Denslow 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.

Introduction

Director Moore reviewed the purpose of the working session, stating the Board is in a transition phase and need to work together to ensure clarity and direction moving forward for all Board members and consultants.

Procedures and Policies

Meeting Frequency and Police Attendance

Director Moore stated he believes it is best if the District continues with monthly meetings until the safety issues, water diversification and landscaping items are handled.

The Board discussed the attendance of Officer Moore at Board meetings and requested Ms. Denslow cancel the remaining meetings the officer is scheduled to attend.

Attendance Policy

Ms. Bear reminded Board members of the attendance policy for the District. She stated that positions for which Board members miss three meetings or more on an unexcused basis may be deemed vacated. Board members who anticipate missing a meeting should contact Ms. Denslow to ensure their absence is excused.

Reimbursement Policy

The Board discussed items eligible for reimbursement, stating mileage over ten miles, meals and hotel stays for conferences are reimbursable however alcohol, paper and printer ink are not.

Accounts Payable

Director Moore reported meeting with Mr. Simmons to discuss the accounts payable process. He stated all invoices will now go to Ms. Denslow to confirm they are correct and approved expenditures before checks are cut by Mr. Simmons' team.

Consultants Engagement Agreements

Ms. Denslow stated she is working with vendors to ensure all have active and current contracts in place.

Packet Enclosures/Reports

Director Moore requested all committee leads have their reports submitted to Ms. Denslow and her team by the second Wednesday of every month to ensure their inclusion with each Board packet. Director Arellano requested a President's Report also be completed and submitted each month. Director Moore stated he would be happy to.

Board Member
Roles, Duties and
Responsibilities

Director Communications

Ms. Bear reminded the Board that State law deems a meeting to be open to the public and requires notice of the same where a quorum of the Board is present and District business will be discussed. She requested that Board members work and coordinate to ensure their participation in any meetings where District business will be discussed does not involve a quorum of the Board unless the same has been coordinated with the District manager and the requisite notice posted. Director Moore stated Board members attending meetings to discuss District business need to provide an update at the next noticed Board meeting. Ms. Bear reminded the Board that this does not apply to social settings, but in the case where District business could be discussed, or the District is specifically invited to meet, that the policy of only two Board members or otherwise posting is necessary.

Water Update

Wells/Water Sources

The Board discussed Director Moore and Director Rexroat meeting with the City of Aurora to discuss water source options. Director Rexroat reported the City is putting together specifics about each water source option and possible financing.

Landscaping

Director Arellano reported the irrigation system is outlined on the GeoLens GIS mapping system, which should assist when landscaping is installed in the new developments.

Commercial Area

Ms. Bear stated the assessed valuation limitations on business development have been removed from State statute. Any incentives offered by Metropolitan Districts must be related to public improvements for commercial property but they may not participate in private building improvements. Districts may also participate in advertising and marketing for a commercial area as a whole.

Communications

Newsletter

The Board discussed using a page out of the Heritage Eagle Bend and Creekside newsletters every other month instead of the full EBMD newsletter.

Marketing/District Manual

Ms. Herman reported a final binder will be presented for review and comments at the August Board Meeting.

Website

Director Moore requested each Director review the website and provide comments to Ms. Denslow as to any changes they believe would be beneficial.

Social Media

The Board discussed social media options and agreed to not start any social media for the District.

Next Meeting

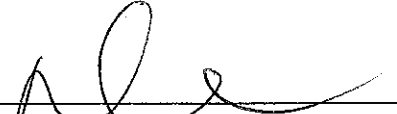
Confirm Quorum for Next Board Meeting to be Held Thursday, May 19, 2016 at 10:00 a.m. at the Heritage Eagle Bend Clubhouse

The Board confirmed the intent of a quorum for the next Board meeting, to be held Thursday, August 18, 2016 at 10:00 a.m. at the Heritage Eagle Bend Clubhouse.

Adjournment

Upon a motion duly made by Director Moore, seconded by Director Arellano and, upon vote, unanimously carried, the Board adjourned at 1:32p.m.

Respectfully submitted,



Secretary for the Meeting