

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
EAGLE BEND METROPOLITAN DISTRICT
HELD
May 14, 2019**

A special meeting of the Board of Directors of the Eagle Bend Metropolitan District was held on May 14, 2019 at 5:00 p.m. at Heritage Eagle Bend Golf Club, 23155 E Heritage Pkwy, Aurora, Colorado 80016. The meeting was open to the public.

Attendance

In attendance were the following Directors:

Larry Moore
George Arellano
Will Schippers
Mark Rumlow
Ed Malone

Also in attendance were:

Denise Denslow & Jerel Sangster; CliftonLarsonAllen LLP (“CLA”)
Kristin Bear; White Bear Ankele Tanaka & Waldron (“WBA”)
Mark Chambers; Simmons & Wheeler
Tom Dea, Colorado Water Well
Brit Abney; LampRynearson
Jim Kriss; Carollo Engineers

Roe Sherbert; Heritage Eagle Bend Master Association
Gene Blum; Heritage Eagle Bend Master Association
Rick Matteson, Heritage Eagle Bend Master Association
Donna Musciano, Heritage Eagle Bend Master Association
Jan Hefernan, Heritage Eagle Bend Master Association

Call to Order

Director Moore called the meeting to order at 5:00 p.m.

Declaration of
Quorum / Director
Qualifications /
Disclosures of
Conflicts

Ms. Bear 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.

Approval of
Consent Items

- A. Agenda for May 14, 2019 Special Board Meeting
- B. Minutes for April 18, 2019 Special Board Meeting
- C. Approval of April 2019 Claims

Mr. Chambers informed the Board that the April Claims had not yet been filed due to the earlier date of this month's meeting, and therefore Item C under the consent agenda was pulled as it was not needed

The meeting agenda was amended to move section X. Legal Item, B "Review and Consider Approval of First Amendment to Intergovernmental Agreement Between the City of Aurora and Eagle Bend Metropolitan District" from section X. Legal Items to section V. Water Operations.

Upon a motion duly made by Director Malone, seconded by Director Schippers and, upon vote, unanimously carried, the Board approved the Consent Agenda, as amended.

Financial Items

- A. Review and Consider Approval of Unaudited Financial Statements Through April 30, 2019

Mr. Chambers informed the Board that April financials had not yet been prepared due to the earlier date of this month's meeting. Mr. Chambers noted that the audit will be completed prior to the next meeting

- B. Other

None.

Water Operations

- A. Monthly Reports

Mr. Abney provided an update on monthly water reports to the Board, noting that irrigation season has begun and the recent rain and snowfall has assisted with moisture. The Buchanan Tap was tested for approximately 24 hours. It was discovered that the butterfly valve connected to the ECCV line does not sit properly. The butterfly valve will need to be repaired before the ECCV line is fully functional. Mr. Dea will prepare a proposal to repair the butterfly valve.

Upon a motion duly made by Director Arellano, seconded by Director Malone and upon vote, unanimously carried, the Board authorized Director Moore to approve the repair of the butterfly at a cost not to exceed \$3,000.

B. Review and Consider Approval of First Amendment to Intergovernmental Agreement Between the City of Aurora and Eagle Bend Metropolitan District.

Ms. Bear reviewed the First Amendment to the Intergovernmental Agreement between the City of Aurora and EBMD with the Board. Director Moore highlighted key changes to the IGA, including the following updated provisions:

- The District has absolute discretion to choose among bids.
- The District has the right to require that the city rebid if offers are not satisfactory.
- The City must alert the District if there is a change in rates.
- The District is allowed to prepay an excess of the agreed amount that can be spread over the remaining term of payments or reduce the length of payments.
- If there were other connections to the line it is not restricted to districts but includes any entity that connects and receives capacity from the line.
- The District will have a fixed contribution.

Director Schippers suggested that the down payment language should be revisited to allow the District the ability to pay more than required if the District chooses to do so.

Upon a motion duly made by Director Schippers, seconded by Director Malone, and upon vote, unanimously carried, the District approved the First Amendment to Intergovernmental Agreement Between the City of Aurora and Eagle Bend Metropolitan District.

Landscaping

A. Monthly Report

Director Arellano provided a landscaping update to the Board. He noted that the spring roundup has started and that the garden at the Creekside monument will be finished by next week.

Business Development

A. Other

There was nothing new to report at this time.

Managers Items

A. Reserve Study

Ms. Denslow informed the Board that Lamp Rynearson has prepared an initial draft Reserve Study but will submit a finalized version by May 17th.

Carollo Design Update

Mr. Kriss informed the Board that the design process has been completed and is currently awaiting comments from Arapahoe County. The project will be advertised and is scheduled to go out to bid in approximately one and a half months.

Legal Items

A. Executive Session to Receive Attorney Advice and Discuss Negotiations with the City of Aurora Concerning Water Issues C.R.S. Sections 24-6-402(4)(b) and/or (f), if needed.

Executive Session was not needed at this time.

B. Other

None.

Public Comment

None.

Next Regular Meeting

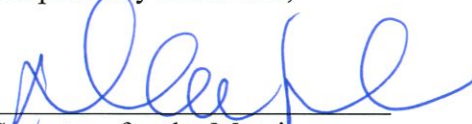
Confirm Quorum for the Next Regular Board Meeting to be held Thursday, June 20, 2019 at 10:00 a.m. at Heritage Eagle Bend Country Club, 23155 E. Heritage Blvd., Aurora, CO 80016

The Board confirmed a quorum for the June 20, 2019 Regular Board Meeting. Director Moore noted that the meetings are now permanently back at the club.

Adjournment

Upon a motion duly made by Director Schippers, seconded by Director Moore, the Board adjourned the meeting at 5:50 p.m.

Respectfully submitted,


Secretary for the Meeting