

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CONSOLIDATED BELL MOUNTAIN RANCH METROPOLITAN DISTRICT
HELD NOVEMBER 4, 2009

A special meeting of the Board of Directors of the Consolidated Bell Mountain Ranch Metropolitan District was held on Wednesday, November 4, 2009 at 6:00 p.m. at Lowell Ranch, 2330 South I-25.

Attendance

In attendance were Directors:

Jeanne Dassel
Alan Cobb
Bob Brabec
Russell Grant

Absent and excused was Director Fischer.

Also in attendance:

Bob Brooks; R.S. Wells
Tim Flynn, Esq.; Collins Cockrel and Cole
Jeff Sucher, Treatment Technology

Residents in attendance:

Susan Paddock
Amy Matzer
Bill Meiers
Bob Zimmermann
Al Hawkins
Jim Burke

Call to Order

Director Dassel called the meeting to order at 7:20 p.m., declared a quorum present, and noted that all Director's were present except for Director Kirk Fischer who was absent, and upon a motion by Director Grant, seconded by Director Brabec and, upon vote, unanimously carried, his absence was excused. Director Dassel also noted that the meeting had been posted and is being held in a location that meets statutory requirements.

Conflicts of
Interest / Approval
Of Agenda

Mr. Flynn reported that all of the directors had previously filed Disclosure of Potential Conflict of Interest Statements with the Board and with the Secretary of State in accordance with statutory requirements. Such conflicts arise from each Director's respective directorship position with the BMR Metropolitan District, which provides water service to all of the

residences within the District and has entered into and may from time to time enter into agreements with the District. In addition, Director Brabec disclosed that he is a member of the Bell Mountain Ranch Home Owners Association Board of Directors.

All Disclosure of Potential Conflict of Interest Statements, whether filed for this meeting or previously are deemed continuing in nature and are incorporated into the record of the meeting. Each Director summarily stated for the record the fact and nature of his or her respective private interests and further stated that the determination to participate in voting or take any other action on any contract or other matter in which he/she may have a private interest would be made in compliance with Section 24-18-201(1)(b), C.R.S., on an *ad hoc* basis. The Board then turned its attention to the agenda items.

Upon a motion duly made by Director Brabec, seconded by Director Grant and, upon vote, unanimously carried, the Board approved the agenda as amended with an addition under Director Items – C. to consider approval of an invoice from Advance Property Maintenance in the amount of \$6,865.

Manager's Report /
Administrative
Matters

A. Review and Consider Approval of Minutes for October 6, 2009
Regular Meeting

Following review and discussion, upon a motion duly made by Director Brabec, seconded by Director Grant and, upon vote, unanimously carried, the Board approved the minutes of the October 6, 2009 regular meeting as presented.

B. Review and Consider Approval of Claims for October 2009

Following review, upon a motion duly made by Director Grant, seconded by Director Brabec and, upon vote, unanimously carried, the Board approved claims for October 2009 totaling \$947,530.24, represented by check numbers 2210 through 2220, with check number 2211 being voided.

Public Hearing on
2010 Budget

Conduct Public Hearing on Proposed 2010 Budget, and Consider Resolutions Adopting the 2010 Budget, Appropriating Funds for Expenditures Therefore, and Certifying the 2009 Property Tax Mill Levy

Mr. Brooks noted that the public hearing notice had been published in the local papers regarding the adoption of the 2010 budget. Upon a motion, the Board opened the public hearing regarding the adoption of the 2010

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budget at 7:25 p.m. There being no comment from the public, upon a motion, the Board closed the public hearing at 7:33 p.m.

The Board considered the resolutions adopting the 2010 budget, certifying mill levies and appropriating expenditures. Upon a motion by Director Brabec, seconded by Director Grant and, upon vote, unanimously carried, the Board approved the resolutions as presented, subject to final review by District's legal counsel and accountant.

Action Items

A. Consider Cancelling the December Regular Meeting and Authorizing Payment of Claims

Director Dassel suggested that the Board consider cancellation of their regular meeting for the month of December and authorize payment of claims. The Board discussed protocol for paying claims and it was suggested that the December claims be emailed to the Board and that if any board member has questions or concerns or would not feel comfortable paying any particular invoice, that they notify Director Dassel within 72 hours. Otherwise, the checks would be mailed for the December claims. The Board will ratify those claims at their regular meeting in January.

Upon a motion by Director Brabec, seconded by Director Cobb and, upon vote, unanimously carried, the Board cancelled the December meeting and authorized Director Dassel and Director Brabec to approve the claims as directed.

Director Items

A. Water Settlement Update

Director Brabec reported that the water settlement upgrade is going well. At last count, there were 227 residents who had ratified the Settlement Agreement. The Board discussed whether phone calls or letters were the most appropriate form of communication with those residents who had not responded to the Board's and HOA's request for ratification of the Settlement Agreement..

B. Snow Removal Standards

Director Dassel commented that perhaps the snow removal contractor should be contacted regarding their response to snow storms. Bell Mountain Ranch received approximately two inches of snow and she questioned whether snow removal was actually needed. She also commented that the snow removal contractor has been doing an excellent job, but perhaps needs to be reminded that the District is watching its finances very carefully and trying to control expenditures. Director Brabec said he would call the contractor and remind them of such.

C. Approval of Invoice from Advance Property Maintenance

Director Brabec presented an invoice from Advance Property Maintenance in the amount of \$6,865 for snow removal and recommended that it be approved. Following discussion, upon a motion duly made by Director Brabec, seconded by Director Dassel and, upon vote, unanimously carried, the Board approved payment of the invoice from Advance Property Maintenance.

Attorney Items

A. 2010 Service and Consultant Contracts

These items were tabled, pending the District's attorney drafting consistent contracts for all consultants.

Community
Comments

Ms. Paddock introduce new residents Amy Matzer and Bill Meiers to the Board and asked the Board to consider allowing them to build a fence on the lot line adjacent to Tract M, which is owned by the District and located at 3697 Belmont Drive. Following discussion, upon a motion duly made by Director Brabec, seconded by Director Grant and, upon vote, unanimously carried, the Board approved and authorized the construction of the fence on the lot line adjacent to Tract M.

Executive
Session

Executive Session Pursuant to C.R.S. §24-6-402(4)(b)(e) to Instruct Negotiators Regarding One or More Potential Financial Advisory Services Contracts; and, in Connection Therewith, to Receive Legal Advice from Counsel as Needed

Director Cobb moved and Director Brabec seconded a motion for the Board to go into Executive Session pursuant to C.R.S. §24-6-402(4)(b)(e), receiving specific legal advice from an attorney on specific legal questions. Motion carried unanimously.

The Board went into Executive Session at approximately 7:55 p.m. with only Attorney Flynn present.

Upon motion duly made by Director Brabec, seconded by Director Grant and, upon vote, unanimously carried, the Board reconvened in regular session at approximately 8:05 p.m. There was no action taken by the Board in Executive Session.

Adjournment

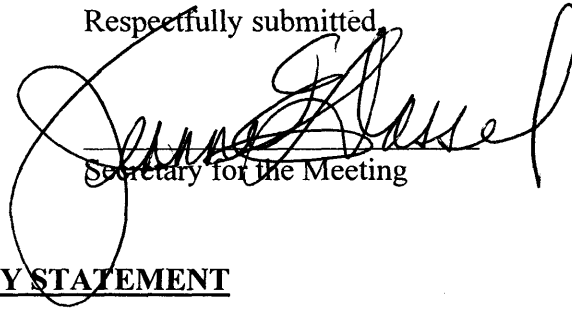
With no other business to discuss, the meeting was adjourned at approximately 8:07 p.m.

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The foregoing minutes were approved by the Board of Directors on the 5 day of January, 2010.

The foregoing record constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,


Secretary for the Meeting

ATTORNEY STATEMENT

Pursuant to Section 24-6-402(2)(d.5)(I)(B), C.R.S., I, Timothy J. Flynn, state that I am the attorney for the Consolidated Bell Mountain Ranch Metropolitan District and that I was present at the time the Board convened in Executive Session on Wednesday, November 4, 2009 at approximately 7:55 p.m. I further state that the Executive Session was not recorded because it constituted a privileged attorney/client communication, and that no electronic recording thereof was necessary. The Board did not adopt any proposed policy, position, rule, regulation or take any formal action during the Executive Session.

Date: Jan 5, 2010

Signature: Timothy J. Flynn
Timothy J. Flynn