

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
BOWLES METROPOLITAN DISTRICT
HELD
JUNE 12, 2018**

A regular meeting of the Board of Directors of Bowles Metropolitan District (“Board” or “BMD”) was held Tuesday, June 12, 2018, at 4:30 p.m., at The Village Center, 7255 Grant Ranch Boulevard, Littleton, Colorado. The meeting was open to the public.

In attendance were Directors:

Thomas Dougherty
Donald W. Korte
Leigh C. Chaffee
Timothy LaPan
David Hobart

Also in attendance were:

Paul LeFever, Grant Ranch Master HOA
Rob Massengale and Melissa Hurich; Colorado Designsapes, Inc.
Lori Huffman; MSI
Rod Curry; Resident, Orchard sub-association
Dawn Schilling; Schilling & Company, Inc.
Chuck Reid and Trina Hartman; CliftonLarsonAllen LLP

Administrative

Matters

Call to Order / Disclosure of Conflicts of Interest/Declaration of Quorum

Director Dougherty called the meeting to order at 4:30 p.m. and declared a quorum present.

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty 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. No additional disclosures were made.

It was noted that the meeting is being held within the District’s boundaries and that notices for this meeting were posted pursuant to statute.

Approval of Agenda

Following discussion, Director Chaffee moved and Director Hobart seconded approval of the agenda. The motion passed unanimously.

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Review and Consider Approval of the May 8, 2018 Regular Board Meeting Minutes

Director LaPan moved and Director Chaffee seconded approval of the minutes of the May 8, 2018 Regular Board Meeting Minutes. The motion passed.

Review and Accept April 30 2018 Unaudited Financial Statements

The Board reviewed the April 30, 2018 Unaudited Financial Statements. Following discussion, Director Chaffee moved and Director Korte seconded the acceptance of the April 30, 2018 Unaudited Financial Statements as presented. The motion passed.

Review and Approve Current Claims

Director Korte moved and Director Chaffee seconded approval of the current claims, noting that the check made out to Grant Properties needed to be changed to reflect Grant Ranch Master HOA as the recipient. The motion passed unanimously.

Other – none

Oaths of Office

It was noted that Directors Korte and Hobart executed their Oath of Office, which were filed with the State prior to the June 8th deadline.

2017 Audit

Dawn Schilling, Auditor, presented the 2017 Audit which includes:

1. Schilling & Company's Opinion Letter;
2. A Representation Letter from BMD to Schilling & Co.; and
3. The 12/31/2017 Financial Statement.

Ms. Schilling reported that BMD had a "clean audit" meaning there were no material changes to BMD's 2017 Financial Statements.

Additional discussion focused on BMD's general financial health (which is good) and the use of designating funds capital replacement costs, specifically related to BMD's irrigation system and primary pump in Bowles Reservoir.

Following discussion Director Chaffee moved and Director Korte seconded a motion approving the audit subject to final review by the BMD's Attorney. The motion passed unanimously.

Community Matters

A. Other

Mr. Lefever reported that the Community Event, "Movie Night" was a great success and wanted to thank the Board for their support.

Mr. Lefever notified the Board that the District is being asked by Scott Savageau to pay for the debris that needs to be removed from the ditch in Tract K. The Board

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directed Mr. Reid to reach out to Judy Simonson, Bowles Reservoir Company, to discuss this matter.

Mr. Reid notified the Board that that Davey Trees stump removal machine has not been functioning properly. Davey Trees states that they are hoping to have the stumps that are in need of being removed taken care of within three weeks' time.

Operations Updates and Action Items

A. Designscapes

Ms. Hurich:

- Provided a general update about general summer operations and maintenance, noting that rehabilitation work is continuing on the Blue Heron Park North Path.
- Presented a work order for new trees in Jack Antonoff Park.

Following review and discussion Director Chaffee moved and Director Korte seconded a motion approving the work order which is not to exceed \$2,000. The motion passed.

Director LaPan noted that there are two dead trees in Tract H, near Grant Ranch School, that need to be removed along with eight dead trees in Sunset Park.

President Dougherty will work with Ms. Hurich to get the pitcher's mound and home plate installed in Sunset Park.

B. Davey Tree

Tree removal and replacement in BMD's monument easement at 7175 W Belmont Drive (the Lumley Residence) is still being negotiated. Director Chaffee noted that this needs to be completed as soon as possible. The Board reiterated the importance of Davey Tree taking a significant financial responsibility (at least half) of the removal and replacement costs.

C. JOATA Solutions

1. Stormwater – Dry Weather Sample – Report May 2018
2. Stormwater – Wet Weather Sample – Report May 2018

D. Homestead Painting

Mr. Reid reported that the 2018 fence project is scheduled to begin in the next few weeks, subject to Homestead's schedule.

President Dougherty instructed Mr. Reid to obtain a proposal for the Iron Fence projects at the Heron Estates stormwater detention facility.

E. Grant Water & Sanitation District Project Update

Directors Korte and Chaffee updated the Board on the recent "Easements Committee" meeting, at which BMD's concept plan to begin planting new trees in Blue Heron Park, in close proximity to the temporary easement was discussed. Following additional conversation President Dougherty moved

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and Director Chaffee seconded a motion approving the planting of three trees this year.

Mr. Reid noted that at their May meeting, the GWSD Board approved payment of Designscares' topsoil costs and was asked to consider paying a portion of the new irrigation system costs. The BMD Board will be notified when GWSD makes a decision on this request.

F. Discuss 2018 Concrete Projects

1. General Program
2. Sunset Park
3. Bus Benches

TGA's proposals, broken out as shown above, were reviewed. Mr. Reid noted that TGA's proposals were based on a concrete depth of four inches, and not the six inch depth that is currently Bowles concrete specification. (The specifications will need to be revised to allow for the four-inch depth.) Additionally, TGA has not committed to a time frame for completion of the 2018 Concrete Projects, and will coordinate with Designscares on the bus benches' installation.

Following discussion Director Dougherty moved to approve the General Program and Bus Benches' proposals and Director Chaffee seconded the motion. The motion passed unanimously.

The Sunset Park work will be considered at a later date, following removal of dead trees.

G. 2018 Bowles Reservoir Water Allocation

It was noted that there was a numeric discrepancy between the narrative and a table in a letter from Bowles Reservoir Company regarding BMD's 2018 water allocation. The table was incorrect, and the 2018 water allocation is 2.5 acre feet per share.

H. Lakewood Roundabout Project

Lakewood will begin work on the Roundabout at Grant Ranch Blvd and Crestline soon. Construction is expected to be completed by August.

Legal
Matters

- A. Other
None.

Directors
Matters

- A. Confirm Quorum for Next Board Meeting – July 10, 2018 at 4:30 p.m.
The Board confirmed a quorum for the next Regular Board Meeting scheduled for Tuesday, July 10, 2018 at 4:30 p.m. Director Chaffee notified the Board that he would be absent for the next meeting.

