

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
CONSOLIDATED BMR METROPOLITAN DISTRICT
HELD DECEMBER 6, 2011

A regular meeting of the Board of Directors of the Consolidated BMR Metropolitan District was held on Tuesday, December 6, 2011 at 6:30 p.m. at Lowell Ranch located at 2330 South I-25, Castle Rock, Colorado 80104. The meeting was open to the public.

Attendance

In attendance were Directors:

Jeanne Dassel
Alan Cobb
Bob Brabec
Russell Grant
Kirk Fischer

Residents and others:

Mike Mysliwicz; 4275 Bell Mountain Drive
Allwein/Constantine; 1788 Wildfire Circle

Also in attendance:

Tim Flynn, Esq.; Collins Cockrel and Cole
Bob Blodgett; Clifton Gunderson, LLP
Jeff Sucher; Treatment Technology, Inc.

Call to Order

Director Dassel called the meeting to order at 6:35 p.m. and verified a quorum.

Conflicts of Interest

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 because each Director is also a Director on the Consolidated Bell Mountain Ranch Metropolitan District. The Consolidated Bell Mountain Ranch Metropolitan District has entered into and may from time to time enter into additional agreements with the BMR Metropolitan District.

All Disclosures of Potential Conflict of Interest Statements, whether filed for this meeting or previously filed are deemed continuing in nature and are incorporated into the record of this meeting. All Directors stated that the participation of at least three of them in the meeting was necessary to obtain a quorum of the Board or otherwise enable the Board to act.

After each Director had summarily stated for the record the fact and

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nature of his or her respective private interest and stated that the determination to participate in voting or take any other action on any contract or other matter in which he or she may have a private interest would be made in compliance with Section 24-18-201(1)(b)(V), C.R.S., on an *ad hoc* basis, the Board turned its attention to the remaining agenda items.

Director Dassel disclosed that APM recently cleared her driveway. She will be paying them separately. This was done after all of their normal snow removal maintenance work had been done at the Ranch. It was done because her snow blower is currently under repair.

Approval of Agenda

Mr. Blodgett reported the claims amount should be amended from \$21,762.97 to \$21,472.97. The Board concurred.

Upon a motion duly made by Director Brabec, seconded by Director Grant, and upon a vote, unanimously carried, the Board approved the agenda as amended.

Manager's Report

A. Review and Consider Approval of Minutes for November 1, 2011 Regular Meeting

Following discussion, and upon a motion duly made by Director Grant, seconded by Director Brabec, and upon a vote, unanimously carried, the Board approved the November 1, 2011 Regular Meeting Minutes as submitted.

B. Review and Consider Approval of October 31, 2011 Financial Statements

Upon a motion duly made by Director Fischer, seconded by Director Brabec, and upon a vote, unanimously carried, the Board approved the October 31, 2011 Financial Statements.

C. Review and Accept Cash Position Report as of November 30, 2011

Upon a motion duly made by Director Grant, seconded by Director Brabec, and upon a vote, unanimously carried, the Board accepted the Cash Position Report as of November 30, 2011.

D. Review and Consider Approval of Claims for October 2011 Totaling \$21,472.97 and Direct Pays to IREA Totaling \$101.03

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Upon a motion duly made by Director Brabec, seconded by Director Fischer, and upon a vote, unanimously carried, the Board approved the October 2011 claims totaling \$21,472.97 and direct pays to IREA totaling \$101.03.

E. Discuss 2012 Insurance Policy

Director Fischer reported he has reviewed the insurance policy for 2012 and it is correct. The Board approved the policy and authorized payment of the invoice at the January 2012 Board meeting.

F. Review Bridge Inspection Proposals

Mr. Blodgett reviewed the two proposals received for bridge inspections. The Board indicated they would like to take additional time to review them. Action was tabled to the January 2012 Board meeting.

Director Action Discussion Items

A. Review and Consider Approval of Engagement Letter with Simmons & Wheeler for 2012 Accounting Services

Upon a motion duly made by Director Brabec, and seconded by Director Grant, and upon a vote, unanimously carried, the Board approved the engagement letter with Simmons & Wheeler for 2012 accounting services.

Attorney Items

A. Discuss 2012 Director's Election

Mr. Flynn reported he will present a resolution to approve the May 2012 Director's election at the January 2012 Board meeting.

B. Review and Approve First Amendment to Multiple APM (Advanced Property Maintenance) Agreements for 2012 Maintenance Services

After review, and upon a motion duly made by Director Brabec, seconded by Director Fisher, and upon a vote, unanimously carried, the Board approved the First Amendment to multiple APM agreements for 2012 maintenance services.

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Community Comments

Mr. Allwein and Ms. Constantine, 1788 Wildfire Circle, expressed concern about the equestrian trails within their C zone. They asked which documents of the District and Douglas County clearly define and explain the purpose of the trails. Mr. Flynn responded. They also asked questions to clarify the liability of the homeowner, HOA and the District regarding accidents that may occur along the trails. Mr. Flynn responded. They also expressed their preference for manual clearing of the trails in the future rather than mechanical clearing. The Board explained this was done for fire vehicle access as well in the future. This is why they are now wider than the previous trails.

Other

Mr. Blodgett reported the receipt of a GESD permit expiration card from Douglas County. The Board stated they believed the work associated with this permit has been completed. They asked Mr. Blodgett to send it to Mr. McCarthy to respond.

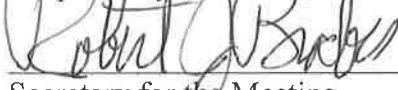
Adjournment

Upon a motion duly made by Director Fischer, seconded by Director Cobb, and upon a vote, unanimously carried, the Board adjourned the meeting at 7:15 p.m.

The foregoing minutes were approved by the Board of Directors on the 3 day of Jan, 2010

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

Respectfully submitted,


Secretary for the Meeting