

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
TODD CREEK FARMS METROPOLITAN DISTRICT NO. 1
ADAMS COUNTY, COLORADO
January 15, 2008**

A regular meeting of the Board of Directors of Todd Creek Farms Metropolitan District No. 1, Adams County, Colorado, at 21 N. 1st Ave, Brighton, CO 80601. The meeting was called to order by the Secretary at 1:00 p.m.

The following Directors were present:

George Hanlon
Roger Hollard
Gene Osborne
Guy James
Vacancy

Also Present:

Randy Feuerstein, Legal Counsel, Dufford & Brown, P. C.
Jim Worley, District Manager, Village Water Management, LLC
Denise Vineyard, Admin. Assist. Village Water Management, LLC
Ken Hammerle, Chief Financial Officer, Equinox Group, LLC
Linda and Terry Young, District residents
Cindy Lippman, District resident

Conflict Disclosures

Mr. Feuerstein passed out the disclosures for the Board to review and update for the next Board meeting.

Approval of Minutes of December 18, 2007 Special Meeting

The Board reviewed the minutes of the special meeting of the Board held on December 18, 2007. Following discussion and upon motion duly made, seconded, and unanimously carried, the Board approved the minutes and authorized Director Hanlon, acting as Secretary to execute the minutes as constituting a true and correct record of the proceedings of the meetings.

Financial Matters

The Board reviewed and discussed the disbursements for January, 2008. Upon motion duly made, seconded, and unanimously approved, the Board approved checks #7628-#7663, minus check #7642, in the amount \$81,116.33.

Mr. Hammerle reviewed the Financials showing activity through December 31, 2007. Upon motion duly made, seconded, and unanimously approved, the Board accepted the accountant's report for the month ended December 31, 2007.

Total number of customers overview

Mr. Worley noted the customer count for the Board.

Attorney Items

District Deadlines

Mr. Feuerstein reviewed with the Board the filing deadlines with regards to the District. Mr. Feuerstein will bring the revised resolutions for signatures to the next Board meeting. Upon motion duly made, seconded, and unanimously approved, the Board approved the resolution pursuant to the changes being made to the advance hours needed to post the notice prior to the meeting.

Hi-Land Acres

Tabled

Case Law

Mr. Feuerstein noted a case law with the Board and gave copies of the law for the Board's review. This case law that was approved by the Court of Appeals states that a water lien takes precedence over any other lien.

General Construction Contract

Mr. Feuerstein reviewed with the Board a general construction contract that enables Mr. Worley to enter into on behalf of the Board up to \$10,000. This contract will be accompanied with a purchase order and a scope of work to be done. Upon motion duly made, seconded, and unanimously approved, the Board approved the General Construction Contract with Mr. Worley having approval up to and not to exceed \$10,000.

District Managers Overview

Consider New Board Meeting Time

Mr. Worley noted for the Board that at the December 18, 2007 Board meeting, some comments were made with regards to changing the time of the Board meeting to a later time. Mr. Worley suggested that the Board keep the current meeting time and add a semi-annual evening meeting for informational purposes. The two suggested times would be around December for the budget and sometime in the beginning of the summer after the irrigation season has been started up. Director Hollard suggested that maybe instead of all the Board members being there maybe just the District Manager and the Board President to attend the evening meetings. Upon motion duly made, seconded, and unanimously approved, the Board agreed to have two semi-annual evening meetings and any issues that are brought up will be taken to the next monthly Board meeting for review.

Water Rate increase

Mr. Worley noted for the Board that he is working on creating a rate increase that takes into consideration the small end users on both potable and irrigation. Director Osborne suggested a work session when Mr. Worley has completed the spreadsheet, for the proposed rate increase, prior to coming to the Board for review.

Irrigation odor update

Mr. Worley informed the Board that he is still gathering data as to which process would be the best to mix the irrigation water at Smith Reservoir.

ESMD Pond and Tree Removal

Mr. Worley informed the Board that bids have been received with regards to the repair to the dam on the Eagle Shadow Pond. Mr. Worley noted that there were three bids that were received, 1) Humbolt, 2) Farcon and 3) North Plains Landscape. Director Hollard said that the Board is looking at spending about \$20,000 to repair the dam to be able to store water. Upon motion duly made, seconded, and unanimously approved, the Board approved the bid from Humbolt.

Water Tank Booster Pump/Maintenance

Mr. Worley reviewed the bids for the booster pump to be installed at the RO Plant. Director Hollard informed the Board of the importance of the VFD for the water tank with regards to taking the operation of the tank down for inspection/maintenance purposes. Upon motion duly made, seconded, and unanimously approved, the Board approved taking on phase one and purchase the VFD.

RFP – Polices and Procedures

Tabled

Earth Green Proposals for 2008

Mr. Worley reviewed the 2008 proposals from Earth Green with the Board. Upon motion duly made, seconded, and unanimously approved, the Board approved the 2008 proposals from Earth Green for the mowing maintenance.

Board Vacancy

Mr. Worley informed the Board that Director Grannell had resigned from the Board. Mr. Worley asked that the Board accept the resignation and the Board will then work on a replacement for the vacancy. Upon motion duly made, seconded, and unanimously approved, the Board accepted Director Grannell's resignation.

2008 Election

Mr. Worley and Mr. Feuerstein will verify what needs to be done with regards to the election.


Business Matters

None.

Adjournment

There being no further business, the Board of Directors adjourned the meeting at 2:17 p.m. The next scheduled meeting of the Board will be a regular meeting to be held on February 19, 2008.

The foregoing minutes constitutes a true and correct copy of the minutes of the above referenced meeting and was approved by the Board of Directors of the Todd Creek Farms Metropolitan District No. 1.


Roger G. Holland Secretary