

**MINUTES OF THE REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF  
TODD CREEK VILLAGE METROPOLITAN DISTRICT  
ADAMS COUNTY, COLORADO  
December 10, 2009**

A regular meeting of the Board of Directors of Todd Creek Village Metropolitan District, Adams County, Colorado, was held on Thursday, December 10, 2009 at 10450 E. 159<sup>th</sup> Court, Brighton CO 80602. The meeting was called to order at 3:34 p.m.

The following Directors were present:

Roger Hollard  
Ken Hammerle  
Kathy Kropp  
Roger Addlesperger

The following Director was absent and excused:

George R. Hanlon

Also Present:

Denise Vineyard, Admin. Assist. Village Water Management, LLC  
Tamara Gilida, Legal Counsel, Icenogle, Norton, Smith, Gilida & Pogue,  
P.C.  
Rick Goncalves, RG Consulting  
Linda & Terry Young, Todd Creek Resident  
Frank Eisel, Todd Creek Meadows Resident  
Sandi Rodgers, Todd Creek Meadows Resident  
Shawn Howard, Silver Springs Resident  
Brian LeFevre, Todd Creek Meadows Resident

**Conflict Disclosures**

Director Hollard noted for the record that in accordance with state law written disclosures were filed with the Secretary of State. All directors reaffirmed the written disclosures on file with the Secretary of State.

**Public Comment**

Director Hollard afforded those members of the public present at the meeting the opportunity to address issues, concerns or comments with the Board of Directors. Several members of the public present inquired into the status of the District's water rates for 2010 and expressed concern about potential rate increases. Director Hollard explained that the District would not make any determination to increase rates for 2010 until the arbitration scheduled for mid-January 2010 between the District and Lennar concluded and the District had a ruling in that context regarding Lennar's failure to connect fees and related issues.

Various members of the public inquired as to the District's financial health and the potential for that to cause rate increases. Director Hammerle explained that the District recently negotiated a forbearance agreement with the holders of the District's 2004 bonds as the District is unable to pay a scheduled principal payment for those bonds. He further explained that the District is making every effort to collect revenue which is due to the District, including imposing an availability of service charge, diligently collecting tap fees, failure to connect and other fees. Director Hammerle briefly explained the District's suit against Guaranty Bank to collect tap fees due and owing the District, and how that collection impacted the payment of the District's bonds and the financial health of the District. Property owners expressed concern about rate increases if the Guaranty Bank, Lennar and other actions prove unsuccessful. Director Hollard acknowledged that possibility.

### **Approval of Minutes of November 12, 2009 Meeting**

The Board reviewed the minutes of the regular meeting of the Board held on November 12, 2009. Following discussion and upon motion duly made by Director Addlesperger, seconded by Director Kropp, and unanimously carried, the Board approved the minutes and authorized Director Hollard, as Secretary, to execute the minutes as constituting a true and correct record of the proceedings of the meeting.

### **Financial Report**

Director Hammerle reviewed and discussed the disbursements for November, 2009 with the Board. Following discussion, upon motion duly made by Director Kropp, seconded by Director Addlesperger, and unanimously carried, the Board approved checks #8892-#8956, in the amount \$182,822.81 with the voiding of Director Hanlon's check.

Director Hammerle reviewed for the Board the financial statements dated November 30, 2009. Following discussion, upon motion duly made by Director Kropp, seconded by Director Addlesperger, and unanimously approved, the Board accepted the financial statements as presented.

Director Hammerle presented the 2010 Budget to the Board for approval. Following discussion, upon motion duly made by Director Addlesperger, seconded by Director Kropp, and unanimously approved, the Board adopted the budget for 2010.

Director Hollard reviewed with the Board the Village Water Management Agreement. Following discussion, upon motion duly made by Director Hammerle, seconded by Director Addlesperger, and unanimously approved, the Board approved the agreement with Village Water Management.

## Operations

### Water Extension for TCVP&R – Irrigation water

Following some discussion the water extension agreement was tabled until the January 2010 meeting.

## Other Business Matters

### Rate Study Review

Tabled.

## Attorney Items

### Administrative Resolution

Ms. Gilida reviewed with the Board the administrative resolution. Following discussion, upon motion duly made by Director Kropp, seconded by Director Hammerle, and unanimously approved, the Board approved the Administrative Resolution with the re-election of the officers to remain the same.

### Election Resolution

Ms. Gilida reviewed with the Board the election resolution with the Board for the May 4, 2010 election. Following discussion, upon motion duly made by Director Addlesperger, seconded by Director Hammerle, and unanimously approved, the Board approved the election resolution.

## Executive Session

Ms. Gilida requested a motion that the Board go into executive session for the following purposes pursuant to C.R.S Section 24-6-402(4)(b) and Section 24-6-402(4)(e): to confer with the attorney for this body for the purpose to receiving legal advice on specific legal questions and determining positions on matters relative to negotiations, developing strategies for negotiations and instructing negotiators relative to Guaranty Bank, Lennar and CityWide Bank. Upon motion duly made by Director Kropp, seconded by Director Addlesperger, and unanimously approved, the Board agreed to enter into executive session at 4:44p.m.

Upon motion duly made by Director Kropp, seconded by Director Addlesperger, and unanimously approved, the Board came out of executive session at 5:34 p.m.

Following Executive Session Director Hollard explained that, while Director Kropp took her oath at the District's February board meeting in compliance with the provisions of Title 32, Section 32-1-901(1), the oath was apparently mis-dated later than the meeting date, with the mis-date falling outside of the statutorily proscribed 30-day period for taking the oath. The Board determined that because

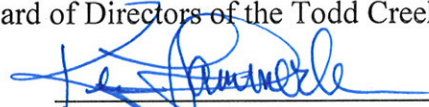
Director Kropp actually took her oath in compliance with the relevant statute, she was validly seated on the Board of Directors. However, wishing to avoid the appearance of legal impropriety, the Board, upon motion of Hammerle, seconded by Director Addlesperger, determined to publish notice of vacancy and re-appoint Director Kropp at the next Board meeting. Director Kropp abstained from the vote.

Director Hollard explained to the Board of Directors that the potential purchaser of 9042 E 146<sup>th</sup> Ave had contacted the District requesting reinstatement of the property's tap which was revoked by the Board in June 2009 for failure to pay the failure to connect fees in accordance with the District's rules and regulations. The purchaser paid all the past-due amounts owed the District, inclusive of interest and late fees. Following discussion, Director Hollard moved that the Board reinstate the taps. The motion was seconded by Director Kropp and approved unanimously by the Board of Directors.

### **Adjournment**

There being no further business, the Board of Directors adjourned the meeting at 5:45 p.m. The next scheduled meeting of the Board will be a regular meeting to be held on January 14, 2010 3:30 pm at the Todd Creek Village Metropolitan District office building located at 10450 E 159<sup>th</sup> Ct., Brighton, CO 80602.

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 Village Metropolitan District.

  
Ken Hammerle, Secretary