

RECORD OF PROCEEDINGS

MINUTES OF THE COMBINED REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

MERIDIAN RANCH METROPOLITAN DISTRICT MERIDIAN SERVICE METROPOLITAN DISTRICT

Held: Wednesday, April 3, 2013, 10:00 a.m., at Meridian Ranch Recreation Center, 10301 Angeles Road,
Peyton, Colorado 80831

Attendance The combined regular meeting of the Board of Directors of the Meridian Ranch Metropolitan District and the Meridian Service Metropolitan District was called and held, as shown, in accordance with Colorado law. The following Directors were in attendance:

Butch Gabrielski
Gregg Gomes
Doug Woods
Joliene Weiss

Also present were:

Wayne Monson; Community Resource Services
Jim Hunsaker, Esq.; Spencer Fane & Grimshaw LLP
Tim Hunker and Tom Kerby; Tech Contractors
Raul Guzman; GTL Development, Inc.
Marti Wallner and J. T. Adamson; YMCA of the Pikes Peak Region
Steve Knepper and Donald Smith; Paint Brush Hills Metropolitan District
Tim and Dominique Williams; Residents

Call to Order A quorum of the Board was present and the directors confirmed their qualification to serve.

Disclosure Matters Mr. Hunsaker noted that written disclosures of the interests of all of the directors have been filed with the Secretary of State.

Comments from Visitors Mr. Williams addressed the Board and indicated that he felt the Board meeting times were not well advertised.

Minutes The Board reviewed the minutes of the March 6, 2013 combined regular meeting and the March 26, 2013 combined special meeting. Director Gomes moved that the Board approve the minutes as presented. Upon second by Director Weiss, vote was taken and the motion carried unanimously.

Update from Ms. Wallner representing the YMCA Pikes Peak Region reviewed the monthly

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Meridian Ranch
Recreation Center
and Facility Usage
Report

report included in the Board packet. She reported on program activities and upcoming events. She indicated that the spring dance recital will be held at Dority High School on May 5.

Financial Items

Approval of Payment of Claims - The Board reviewed Meridian Service claims presented for payment, represented by check nos. 6292 thru 6345, totaling \$650,780.24, and for Meridian Ranch, represented by check nos. 1623 thru 1630, totaling \$2,869.73. Director Gomes moved that the Board approve and ratify payment of the claims as presented. Upon second by Director Weiss vote was taken and motion carried unanimously.

Cash Position – Mr. Monson reviewed the cash position summary for Meridian Service Metropolitan District dated February 28, 2013 adjusted as of March 31, 2013 for Meridian Service Metropolitan District with the Board. Upon motion by Director Weiss and second by Director Gomes and unanimously carried the Board accepted the cash position summary as presented.

Financial Statements – Mr. Monson reviewed the unaudited financial statements for the period ending February 28, 2013 for Meridian Service Metropolitan District. Upon motion by Director Weiss and second by Director Gomes and unanimously carried the Board accepted the financial statements as presented.

Authorization to Transfer Funds – Mr. Monson advised the Board that funds have been received by Meridian Service Metropolitan District from El Paso County to reimburse the District for expenditures by the District in constructing roadway improvements beyond the normal requirements of the District. The Board noted that the funds to accomplish the construction was advanced by the Developer. Upon motion by Director Weiss and second by Director Gomes and unanimously carried the Board authorized the wire transfer of funds to GTL, Inc. to reimburse developer advances.

Mr. Monson advised the Board that funds have been received by Meridian Ranch Metropolitan District from the closing of the recent loan representing project funds to pay for improvements to serve development within the District. The Board noted that the funds to accomplish the improvements have been advanced by the Developer. Upon motion by Director Weiss and second by Director Gomes and unanimously carried the Board authorized the transfer of project funds from Meridian Ranch Metropolitan District to Meridian Service Metropolitan District and the subsequent wire transfer of funds to GTL, Inc. to reimburse developer advances.

Manager's Items

Tap Fee Summary – Mr. Monson presented a schedule of the tap fees collected year to date for the Board's information.

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Resignation of Director - Mr. Monson advised the Board that Director Miller has resigned as Director effective March 15. The Board acknowledged the resignation and thanked Director Miller for his many years of service on the Boards.

General Utility Notes – Mr. Hunker presented updated general utility notes for consideration by the Board. He explained that additions and updates have occurred over time. Upon motion by Director Gomes and second by Director Weiss the Board approved the updated general utility notes with a modification in items 18 and 19 replacing Department of Transportation with Development Services.

Lighting Contract – The Board considered a contract with Mountain View Electric Association to provide security lighting in Meridian Ranch Estates Filing 2. Upon motion by Director Gomes and second by Director Weiss the Board approved the contract.

Construction
Manager Items

Lift Station – Director Woods advised the Board regarding the construction progress of the lift station. The project remains on schedule and within budget.

Recreation Center Addition – The Board was advised that design of the Recreation Center addition is ongoing. An architect has been chosen. Anticipated construction start is September 2013.

Development Activity – Director Woods advised the Board that development activity is ongoing in Meridian Ranch Estates II and Filing 7.

Attorney's Items

Wayne Schroeder Memorandum – Mr. Hunsaker noted that the letter report from Mr. Schroeder was included in the meeting packet. Activity has focused of the recent loan activity and the pleadings regarding the Upper Black Squirrel issues.

Board Member
Items

No report was given.


Future Meetings

The next meeting of the Board is scheduled for May 8, 2013.

Adjournment

There being no further business to come before the Boards, the meeting was adjourned.

Respectfully submitted,



Secretary for the Meeting