

**BATTLEMENT MESA SERVICE ASSOCIATION  
MEETING OF THE BOARD OF DIRECTORS  
APRIL 20, 2010**

**APPROVED**  
5/18/10

|                                   |                  |                          |
|-----------------------------------|------------------|--------------------------|
| <b>Present:</b>                   | Keith Lamme      | President                |
|                                   | Sara McCurdy     | Vice President           |
|                                   | John Shepherd    | Director                 |
|                                   | Keith Sheppelman | Director                 |
|                                   | Jeff Hill        | Director                 |
|                                   | Gordon Elliott   | Director                 |
|                                   | Frank Oakley     | Director                 |
|                                   | Bob Arrington    | Director                 |
|                                   | Jay Haygood      | Director                 |
|                                   | Eric Schmela     | Director                 |
| <b>Excused Absence:</b>           | Mike Stiers      | Director                 |
| <b>Also Present:</b>              | Steve Rippy      | Association Manager      |
|                                   | Sandy Yeager     | Accounting Manager       |
|                                   | Amie Martin      | Administrative Assistant |
| <b>Community Members Present:</b> |                  |                          |
|                                   | Dave Devanney    | Larry Soderberg          |
|                                   | Frank Lancaster  | S Harmeyer               |
|                                   | E Harmeyer       | Grace Taylor             |
|                                   | James Taylor     | Bettie Evenson           |
|                                   | Garry Evenson    | Garland White            |
|                                   | Dick Buchan      | Ron Galterio             |
|                                   | Mary Galterio    | Bob Warehime             |
|                                   | Sher Long        | Dennis Webb              |
|                                   | Mary Haygood     | Bill Nelson              |

**OWNERS OPEN FORUM**

Ron Galterio stated to the Board that he feels anytime the Board makes a decision on how money is spent, the community needs to be involved.

Another owner expressed appreciation to the Board for the hard work on getting pad "C" moved from Stone Ridge Village, but concerned about pad "H" being planned for the Tamarisk Meadows area.

### **CALL TO ORDER**

Director Lammey called the meeting to order at 10:00 am.

### **APPROVAL OF MINUTES**

A motion was made by Director McCurdy and seconded by Director Sheppelman to approve the March 16, 2010 minutes with some corrections; the motion carried unanimously.

A motion was made by Director Arrington and seconded by Director Shepherd to delay approval of the April 13, 2010 special meeting minutes; the motion carried unanimously. A special meeting was scheduled for April 27, 2010 at 10 am.

### **FINANCIAL REPORTS**

A motion was made by Director Haygood and seconded by Director Hill to approve the March 2010 financials as presented, subject to audit. The motion carried unanimously.

### **COMMITTEE REPORTS**

**Covenant Protection Committee:** Director Lammey provided the Board with a violation list for March. Director Lammey explained to the Board that the violations for trash cans have increased. Director Shepherd and Director Haygood thanked Director Lammey for all his hard work.

**Architectural Committee:** Director McCurdy explained that the committee has received some requests for minor changes, but no new building. Director Elliott asked the audience if anyone would like to serve on the Architectural Committee since there is one vacancy.

**Oil & Gas Committee:** Mr. Nelson explained to the Board that the committee met twice this month. The 1<sup>st</sup> was the Antero proposal and the 2<sup>nd</sup> meeting did not have a quorum.

**Road Committee:** Director Hill asked if Garfield County was going to install the “no truck route” signs? Mr. Rippy stated that the County was supposed to install them but it has not been done yet. Director Elliot asked when the County was going to be in Battlement Mesa to sweep the streets? Or Is BMMD willing to sweep them? Mr. Rippy stated he will contact Garfield County to get the status of the street sweeping. Mr. Rippy also stated that BMMD would not be opposed to sweeping the County roads. Mr. Lancaster stated he spoke to Marvin Stephens from Garfield County and was told that the street sweeper was repaired, but he did not know when they would be back to Battlement Mesa to do more street sweeping. Director Haygood stated that there was a sign near the cable station that said “No Engine Brakes”, the sign is gone. He asked if the County was going to reinstall the sign? Mr. Rippy explained that Garfield County might have made a policy to remove the signs because of the liability to ask a truck to not use engine brakes going down a steep grade.

**Landscape Committee:** No report given.

**Trails Committee:** Mr. Devanney explained to the Board that the County had completed the final design of the library trail. The cost estimate for the entire trail is coming in at \$850,000. He went on to explain that the Town of Parachute is supportive of the trail. They have not budgeted any money to help with the expense of it. Director Elliot asked if the \$125,000 from Antero Resources could be used on the library trail instead of a new park? Director Schmela stated that the approved motion was for a new park to be constructed on Garfield County School District property, with a joint effort from Parachute/Battlement Mesa Parks and Recreation.

**Joint Advisory Committee:** No report given.

**Associated Governments of Northwest Colorado:** Director Haygood handed out an updated version of the Legislative Update. The last AGNC meeting was scheduled for April 8, 2010 and had been cancelled.

**Audit:** No report given.

### **Encana Donation**

Sher Long from Encana presented Director Lammey with a check for \$15,000 to the BMSA for street sweeping.

### **MANAGER'S REPORT**

Mr. Rippy informed the Board that there are 12 goals included in the packet for the Board to review. Director Lammey asked to table the discussion of the goals for later in the meeting.

Mr. Rippy explained to the Board that BMMD is in the process of repairing fences. The fence repairs in the Tamarisk Village/Meadows area are nearing completion. We will be moving into other villages next week and expect those areas to be completed within one to two weeks. Mr. Rippy also explained that BMMD rented a power washer to remove graffiti from the park area trails and fences in the Tamarisk area.

Mr. Rippy informed the Board that 30 street lights in the Battlement Mesa PUD were repaired during the month of March. The street light pole that was knocked over on Battlement Creek Trail has also been replaced.

Mr. Rippy explained that Garfield County would be putting the chip-seal project out to bid in May. Mr. Rippy has provided the County with 5.2 miles of streets and cul-de-sacs to be chip-sealed.

Mr. Rippy contacted Ron Mittleider at SGM to verify possible cost savings by combining the Park & Open Space/Trail maps and if BMSA were to do all of the maps. Mr. Mittleider explained to Mr. Rippy that their services are billed out hourly not per job. Director Arrington stated that he feels that a mapping system is vital, but we did not budget for it. Director Elliott asked if we have \$10,000 in another fund that could be used for this mapping system? Director Arrington asked how soon could the mapping system go into use? Mr. Rippy explained that with the forming of the new committees, these maps would be very helpful. Director Haygood moved and Director Arrington seconded to commit up to \$3,000 to create the BMSA boundary map and the parks/open space and trails map system. The motion carried unanimously.

## **DEVELOPER REPORT**

Director Schmela stated that Garfield County Road and Bridge is closing on the purchase of the old fire station on April 23, 2010. His understanding is that the Sheriffs Auxiliary will also occupy the building. Director Schmela stated that it would take some time for a remodel before anyone moves into the building.

Director Schmela also informed the Board that another church group is closing on property in the PUD on May 1, 2010. He also stated that the seasonal Battlement Mesa Company workers will begin work in the next 30-60 days. Uncles Pizza that had rented the old Easy Cuisine site is not going to open. There is another group that is interested in renting the site. Director Schmela went on to explain that the White Buffalo was having an auction on April 24, 2010 and their lease will be up on May 1, 2010. There is a new group coming in to open a restaurant. They are planning on doing a huge renovation to the property that will take approximately 3 months to complete. Director Schmela has new drawings for signs throughout Battlement Mesa. He will bring them to the next Board meeting.

## **OLD BUSINESS**

**Committee Charters:** Director Lammey asked the Board members if they were comfortable with the information in each charter? Director Schmela asked if there was a duration on the charters? Mr. Rippy explained that some of the committees will meet quarterly, some will meet monthly, and some may meet more than that. Director Lammey stated that these charters could be changed. Director Elliott moved and Director Haygood seconded to accept the charters. The motion carried unanimously.

**Goal Setting:** Director Lammey stated that the goals need to be assigned to each committee at the next Board meeting. Director Arrington moved and Director Hill seconded to assign the goals to each committee at the next Board meeting. The motion carried unanimously.

## **NEW BUSINESS**

**Tax Advice/Antero Funds:** Director Haygood moved and Director Arrington seconded that before deciding whether to agree to accept funds or other considerations from Antero Resources, the BMSA attorney be consulted regarding advisability, as well as legal, insurance, and taxation issues, and particularly the

taxation implications of passing such funds to external organizations. Director Shepherd stated that he talked to an attorney in Denver and he stated we could lose our non-exempt tax status if we accept the Antero funds. Director Shepherd stated that we have legal and taxation issues to check into before we take funds. Director Lammey asked what is the difference between receiving Antero funds and receiving \$15,000 in funds from Encana for street sweeping? Director Shepherd explained the funds from Encana is not a large percentage of our not for profit funds. The million dollars from Antero could severely tip the scales as far as our not for profit status is concerned. Director Haygood amended the motion and Director Arrington seconded the motion that before deciding whether to agree to accept funds or other considerations from Antero Resources, the BMSA attorney and tax counsel be consulted regarding advisability, as well as legal, insurance, and taxation issues, and particularly the taxation implications of passing such funds to external organizations. The motion carried. Director Sheppelman abstained. Directors Lammey, Shepherd and Haygood will consult with BMSA's attorney and then to either our auditor or Dalby Wendland for tax advice and then bring recommendations back to the Board.

**Resignation of Adam Ford and Dan Cohen and the appointment of Jonathan Lay.**

Director Lammey asked what do we do with Adams open seat in Tamarisk Village? Director Lammey stated that a letter needs to be written to Adam and Dan thanking them for their service on the BMSA Board. Also, a letter needs to be sent out to the residents of Tamarisk Village notifying them of the vacancy. Director Lammey will work with BMMD on the notification. Director Lammey stated that at the next regular Board meeting, the Board needs to appoint a new Secretary/Treasurer. Director Schmela informed the Board that Jonathan Lay would begin work on May 3, 2010. Director Arrington moved and Director Hill seconded to accept the resignations for Directors Ford and Cohen. The motion carried unanimously.

**Day Care at 261 East Tamarack Circle:**

Director Arrington moved and Director Shepherd seconded that we approve the day care at the above address on a one-year probationary period, with proof of insurance and a copy of the license. The motion carried. Director Haygood opposed.

**Truck on BMSA Property:**

Mr. Rippy informed the Board that there is a truck that has been abandoned on BMSA property. It is located off of Stone Quarry Road near the intersection of Blackhawk Trail. The Board directed Mr. Rippy to dispose of the truck as needed.

**ADJOURN**

A motion was made and carried to adjourn the meeting at 1:25 pm.