

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 1
HELD
NOVEMBER 19, 2015**

A regular meeting of the Board of Directors of the Banning Lewis Ranch Metropolitan District No. 1 (referred to hereafter as "Board") was held on November 19, 2015 at the North Tree Ranch House, 6885 Vista del Pico, Colorado Springs, CO 80927 at 9:00 a.m. The meeting was open to the public.

Attendance Directors in attendance were:

Charles P. Leder
William Ritchie
Bruce Rau

Also in attendance were:

David Peak & Carrie Bartow; CliftonLarsonAllen LLP
Matt Dalton; Spencer Fane, LLP
Marti Wallner & Renee Burton; YMCA Pikes Peak Region

Call to Order/

Agenda Director Rau called the meeting to order and confirmed a quorum. Following review, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board approved the agenda as presented.

Disclosure of Potential Conflicts of Interest The Directors present noted for the record that they have financial interests in entities active in developing property within the boundaries of the District, or are employed by such entities, and that such interests may be affected from time to time by actions of the District's Board of Directors. In accordance with state law, the Directors have filed written disclosures describing such potential conflicts of interest with the Secretary of State, and the directors present verbally reaffirmed such disclosures on the record of this meeting.

Approval of Minutes Following review and discussion, upon a motion duly made by Director Rau, seconded by Director Tinlin and, upon vote, unanimously carried, the Board approved the minutes of the September 24, 2015 regular meeting as presented.

Community Comments None.

RECORD OF PROCEEDINGS

Attorney
Matters

- A. Review and Consider Approval of Resolution 2015-11-01; Annual Administrative Matters for 2016

Mr. Dalton reviewed Resolution 2015-11-01 with the Board. Following discussion, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board approved Resolution 2015-11-01 concerning annual administrative matters for 2016.

- B. Other

None.

Financial
Matters

- A. Conduct Public Hearing to Consider Amending 2015; Consider Adoption of Resolution 2015-11-02; Amending 2015 Budget

Upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board opened the public hearing at 9:05 a.m.

There being no comment from the public present, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board closed the public hearing at 9:06 a.m.

Ms. Bartow presented the proposed 2015 budget amendment to the Board. Following review and discussion, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board adopted Resolution 2015-11-02 to amend the 2015 budget.

- B. Matrix and Discussion of District Fees

Director Rau reviewed the matrix with the Board.

- C. Conduct Public Hearing to Consider Adoption of 2016 Budget, Appropriate, Expenditures, Certify Mill Levy and Approve District Fees; Consider Adoption of Resolution 2015-11-03 to Adopt 2016 Budget, Appropriate Expenditures and Certify Mill Levy

Upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board opened the public hearing at 9:30 a.m.

There being no comment from the public present, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board closed the public hearing at 9:31 a.m.

RECORD OF PROCEEDINGS

Ms. Bartow presented the proposed 2016 budget to the Board. Following review and discussion, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board adopted Resolution 2015-11-03 to adopt 2016 budget, appropriate expenditures and certify mill levy.

D. Review and Consider Acceptance of Unaudited Financial Statements as of September 30, 2015

Ms. Bartow presented the unaudited financial statements. Following discussion, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board accepted the unaudited financial statements as presented.

E. Ratify Approval of Claims Totaling \$301,933.91

Following review and discussion, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board ratified prior claims totaling \$301,933.91.

F. Review and Approve CliftonLarsonAllen LLP Engagement Letter for 2016 Accounting Services

The Board tabled this item.

G. Other

None.

Administrative Matters

A. Recreation Center Operations

1. Monthly Report – October, 2015

Ms. Wallner and Ms. Burton reviewed the October 2015 report.

B. Review Landscape Maintenance Operations

Mr. Woodring reviewed the landscape maintenance report.

C. Covenant Control Operations

1. Review Covenant Enforcement / Violation Log
2. Review Design Review Request Report

Ms. Oerter reviewed the reports with the Board.

RECORD OF PROCEEDINGS

D. Other

None.

Directors
Matters

A. Other

None.

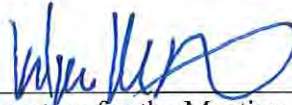
Other
Business

A. Confirm Quorum for Next Meeting Date – January 21, 2016

The Board rescheduled the next meeting for January 28, 2016 and confirmed a quorum.

Adjournment Following discussion, with no further items to come before the Board, upon a motion duly made by Director Rau, seconded by Director Ritchie and, upon vote, unanimously carried, the Board adjourned the meeting at 10:00 a.m.

Respectfully submitted,



Secretary for the Meeting