**Date:** May 28, 2021

**To:** Terry Beebe, President

 Chris Gober, Vice-President

 Linda Kole, Director

 Clark Roach, Director

 Mark Wagner, Director

 Paul Duggan, Treasurer

**From:** Teresa Downing, Secretary

**CC:** Bill Swapp, Architectural Review Committee Chairperson

 Les Kole, Wildfire Adapted Partnership, Council Representative

 All Owners with email

**Website for Deer Valley Estates:**  www.deervalleyestates.net

**Re:** Minutes of the Deer Valley Estates (DVE) Board of Directors Meeting held May 19, 2021

The Board of Directors meeting was brought to order at 6:34 PM on May 19, 2021 via ZOOM video conference. Directors present were Terry Beebe, Chris Gober, Linda Kole, Clark Roach and Mark Wagner. John Beebe, Paul Duggan, Les Kole, Jerry Libit, Linda Pampinella, Jon Robison, Bill Swapp and Beverly Wagner were present. Teresa Downing was also present.

Terry Beebe, President, called the meeting to order.

**Opening Remarks** – Terry Beebe

* + - * The Special Assessment payments were due May 1, 2021. There was a response from all Owners.

New Owners for lot 44 – Steve and Rose Selko

**Additions/Deletions to Agenda**

* + - * Addition to Board Meeting Minutes – Special Meeting May 16, 2021

Addition under New Business – Domain Name renewal

**Minutes of the April 2021 Board Meeting** – All

* Clark Roach motioned to approve the April 21, 2021 DVE Board of Directors Meeting Minutes. Mark Wagner seconded. Vote was unanimous.
* Mark Wagner motioned to approve the May 16, 2021 DVE Board of Directors Special Meeting Minutes – via email. Linda Kole seconded. Vote was unanimous.

**Treasurer’s Report** – Karen Erickson, not present (as reported by Terry Beebe/

Paul Duggan)

The following figures as of May 2021 for FY 2020-2021.

* Revenues - $149,988.22
* Expenditures - $15,502.32
* Reserve Fund Total - $30,562.79
* Special Assessment revenue - $75,534.05

A reminder to be sent to those with other payment options

* Fencing expense - $1,963.39
* Auto pay will start for Waste Management - $668.34/month

**Architectural Review Committee Report –** Bill Swapp

* Lot 28 – pipe/mesh fence for dogs – approved
* Lot 58 – fence for pets – approved

**Welcome Committee Report** – Lucy Ruduski/Lori Swapp

* No new residents at this time

**Wildfire Adapted Partnership Report** – Les Kole

* Board of Directors Meeting, June 23, 2021
* Ongoing site visits are going well.
* The Chipper Rebate Program continues.
* Two Grants have been submitted to the Colorado State Forest Service for Archuleta ($287,000) and Montezuma ($263,000) Counties.
* Mitigation in DVE – Owners in need of mitigation are being contacted. Oak Brush removal on lots 62 and 63. Several Owners have already completed mitigation efforts.
* Follow WAP activities, programs and sign up for Enews at [www.wildfireadapted.org](http://www.wildfireadapted.org)

**OLD Business**

Internet Update – notes as discussed by John Beebe

We have a fully executed Agreement with Futurum d/b/a/ Brainstorm as of Monday!

It has been reviewed and edited by our attorney, approved by the Board and signed by Terry as well as the CEO of Futurum.

I am happy to say that we got all we asked for in the agreement and that working with Futurum on it was a pleasure and the work was conducted very professionally by them.  They were responsive, empathetic to our requests and very accommodating to reach the conclusion.  To Quote our attorney, it is “good and affords our Association appropriate protections.”

Reaching our agreement was delayed due to business issues at Futurum.  We were notified several weeks ago that they were filing Chapter 11 bankruptcy!  Obviously, this was a complete surprise and a major red flag for us.  However, we have worked over the past several weeks to fully understand the impact on our project and incorporate certain legal protections for the Association in the Agreement.

First Chapter 11 is somewhat common in the business world and affords a company legal protection from creditors during a reorganization.  This is a much more desirable filing than Chapter 7 which is a closing of the doors and selling the assets.  The reason for the protection filing was to keep Brainstorm in a position to keep providing internet services to one of its communities.  The supplier of the Internet backbone to Brainstorm apparently increased the monthly fee paid by Brainstorm from $10,000 to $70,000!

I’ll not put you to sleep with all the weeds we had to sort through to figure out our best way forward, but as I said earlier, we have had two verbal confirmations with our attorney that moving forward with our relationship was advisable, we have two very definitive protections in the Agreement (3.2 8.2)

**3.2       Bankruptcy.  On or about March 21, 2021, Futurum filed bankruptcy Chapter 11. Futurum represents that it has the authority to enter into and execute this Agreement with Association and that it will comply with the terms set forth herein.  No modifications to any of the pricing terms set forth in this Agreement may be imposed by the bankruptcy court or bankruptcy trustee without the prior consent of Association.  Association consents to the assignment of this Agreement to a court appointed receiver provided the terms of this Agreement remain unchanged.**

**8.2       Notwithstanding anything to the contrary herein, failure by Futurum to perform the installations and obligations within the time period and according to the provisions set forth herein shall be deemed a breach of this Agreement by Futurum.  The filing of bankruptcy by Futurum shall not alleviate or absolve Futurum from performance of the obligations set forth herein.  In the event of Futurum’s breach, the Association shall have the right of offset and may withhold delivery of payments required under Section 3.**

And lastly, we have secured formal written approval from the State Attorney General’s office that the Chapter 11 filing in any way voids the contract between the State and Futurum for grant funds.

**From:** Angela Little <Angela.Little@coag.gov>
**Sent:** Friday, May 14, 2021 4:28 PM
**To:** Matthew S. Rork <mrork@fwlaw.com>
**Cc:** Brian Martin - DORA <brian.martin@state.co.us>
**Subject:** Broadband Fund: Futurum bankruptcy response

Matthew:

Since our discussion, I have conferred with Broadband staff and DORA leadership.  I am authorized to provide the assurance you requested:  The State of Colorado will not treat the institution of Chapter 11 bankruptcy proceedings by Futurum Communications Corporation d/b/a [forethought.net](https://gcc02.safelinks.protection.outlook.com/?url=https%3A%2F%2Furldefense.com%2Fv3%2F__https%3A%2F%2Fgcc02.safelinks.protection.outlook.com%2F%3Furl%3Dhttps*3A*2F*2Furldefense.proofpoint.com*2Fv2*2Furl*3Fu*3Dhttp-3A__forethought.net*26d*3DDwMFaQ*26c*3DsdnEM9SRGFuMt5z5w3AhsPNahmNicq64TgF1JwNR0cs*26r*3DZWkSLbd5fc_dk2EEUXJdv7DTGwczcWHwNdOa78zksos*26m*3DnGShCo3hhTb4TAwauSLe7kQOpa2YPWVPmKMTRj8Ebf4*26s*3D7kIbYjziMG0JpLjKobB9PGkpeHydyYhO1xORrboWEzg*26e*3D%26data%3D04*7C01*7Cangela.little*40coag.gov*7C109f4447665049fb6afd08d91648ef97*7C811650beeaf1453ea4b43e7953f7056b*7C0*7C0*7C637565324782623937*7CUnknown*7CTWFpbGZsb3d8eyJWIjoiMC4wLjAwMDAiLCJQIjoiV2luMzIiLCJBTiI6Ik1haWwiLCJXVCI6Mn0*3D*7C1000%26sdata%3DdM*2FMcULFMH6EGvgfGCZUkNSCYpOwBAXmhRgYmGB7u0s*3D%26reserved%3D0__%3BJSUlJSUlJSUlJSUlJSUlJSUlJSUlJSUlJSUlJSUlJSUl!!PUG2raq7KiCZwBk!MXriKLoA32Qsqf4n2__1p6j6AKBcvY-tfWflVno4NQhjlI4yIDA1iOJe-I-Mwhy1BkNM%24&data=04%7C01%7CAngela.Little%40coag.gov%7C94577b9c1827427103b208d9165e8bf9%7C811650beeaf1453ea4b43e7953f7056b%7C0%7C0%7C637565417599677755%7CUnknown%7CTWFpbGZsb3d8eyJWIjoiMC4wLjAwMDAiLCJQIjoiV2luMzIiLCJBTiI6Ik1haWwiLCJXVCI6Mn0%3D%7C1000&sdata=aaOtZpAaGK%2BmS%2FtKJ6zgTIl%2FGsbZtpjZ2NdrevxPw7I%3D&reserved=0) (Futurum) or Brainstorm Internet (Brainstorm) as a breach of any executed grant agreement between Futurum or Brainstorm and the State.  The State reserves all other rights.

Feel free to call if you have any questions.

Regards,

Angela

**Angela L. Little**

Senior Assistant Attorney General

Colorado Department of Law

Business and Licensing Section

Ralph L. Carr Colorado Judicial Center

1300 Broadway, 8th Floor

Denver, Colorado 80203

720-508-6382 (direct)

We feel we have taken every precaution to protect Deer Valley’s interests.

We have not distributed any funds to Brainstorm for our project as authorized by our Agreement because they have asked us to only fund when they ask for it. Part of their internal issues with the Trustee.  Recall that Brainstorm has ordered some $72,000 worth of equipment for our project and are awaiting reimbursement from the State fund.

So where do we go from here?

LPEA has been out in DV measuring ground to wire distances to formulate a proposal to Brainstorm for the make ready on the power poles.  This proposal is several weeks behind when LPEA said they’d deliver it.  Once Brainstorm digests this information and formulates a plan, who knows how soon LPEA can begin work?

I spoke with Sid today and was told to not do any work on the site for the equipment head until he has a chance to do a live test of the reception area on lot 46.  So, we are in a holding pattern for all of this to materialize.

Spring Road Work Update – notes as discussed by Chris Gober

Road work began with the preparation and placement of the gravel on 5/10/21 and completed on 5/12/21. A total of 68 trucks loads of gravel (1,022 tons) were placed on lower Beaver Creek, Spur Ln, Stagecoach, and Log Cabin. The side roads all received 2 inches of gravel, and Beaver Creek received 1 ¾ to 2 inches of gravel. A load of gravel was also dumped on Romere hill for road repairs. The cost of the gravel was $17,724.15.

I have been in contact with Desert Mtn. in regards to the chemical. As of this morning they are awaiting arrival of several railcars but don’t have a timeframe for delivery. The chemical is tentatively schedule to be delivered to DVE on June 17th and 18th.   I did receive a copy of a letter from the chemical supplier which outlines the reasoning for the shortage.

The anticipated cost of this year’s road work is $48,647.14 which leaves approximately $4,300 of the $53,000 approved. Once the chemical is going to be delivered F&M will come back out to ensure proper mixing of the chemical and the gravel. If we do not have water in Beaver Creek, we may have to haul water, which the $4,300 will go towards.

Fencing Project – Linda Kole

* Currently, the fence project is $761.06 over budget. Linda Kole would like the Board of Directors to consider an increase in the budget from $9,000 to $10,000.
* Terry Beebe motioned for the total budget for fence project not to exceed $10,000. Mark Wagner seconded. Vote was unanimous.
* Fence project start date June 20, 2021.

**NEW Business**

Budget 2021-2022 Planning – All

* The 2021-2022 Budget was reviewed and discussed by the Board of Directors.
* There will not be an increase to the general assessment this year.
* The 3% approved previously will be moved to the Reserve Fund ~$2,050.20 at the end of the fiscal year.
* The last general assessment increase has helped with the increased road work expenses.
* Waste Management contract will renew in September 2022.
* The expense for a new gate receiver and keypad will be investigated by Chris Gober.
* The expense for a new weed sprayer and chemicals will be investigated by Chris Gober.
* Add the expense of the front bridge inspection June 2022 to the 2021-2022 Budget.

Annual Meeting Planning, August 7, 2021 - All

* Request for Statement of Qualifications for Director positions and the Preliminary Agenda were sent May 15, 2021.
* Secretary position will be open August 2021.
* Terry Beebe, Chris Gober and Linda Kole are ending their terms August 2021.
* Annual Meeting Packet will be sent by email, with the Ballot sent in a separate email.
* The Lions Hall in Bayfield has been reserved for the August 7, 2021, meeting date.
* Possible training for Owners, topic TBD.

Domain Name Renewal – Chris Gober

* The Deer Valley Estates Domain Name expires June 12, 2021. Renewal is $18.99/year.
* Terry Beebe made a motion to renew the Deer Valley Estates Domain Name for one year. Mark Wagner seconded. Vote was unanimous.

**Reports**

1. Snow Plowing
* None at this time
1. Work Days
* Removal of old fence and brush clearance, many thanks to John Beebe, Michael Blankenship, Bryan Ferguson, Chris Gober, Les and Linda Kole, Clark Roach and Paul Romere.
* Clean out plugged culverts
* Repair dumpster damage
1. Road Maintenance
* See Spring Road Work under Old Business
1. Annual Meeting
* See Annual Meeting under New Business
1. Right of Way Committee
* None at this time
1. Special Projects
* Email to Owners regarding wildlife
* Slow Down signs for DVE roads
* Second name for front gate keypad sign
* Lesson on how to manually open front gate
* Road signs need to be restained
1. Review Planning Calendar
* No changes made
1. Property Owners List
* New Owners Steve and Rose Selko – lot 44
1. Fencing
* See Fencing Update under Old Business

**Discussion** – Open Forum

Possible Board of Directors meeting date change for July 2021.

TDL Recycling – Cost for DVE $120/ dump each month. Recycling dumpsters do not have lids. Trash will not be accepted in recycling dumpsters.

Next DVE Board Meeting – Wednesday, June 16, 2021

* **Adjournment**

The meeting was adjourned at 9:29 PM