

**REGULAR MEETING OF THE BOARD OF DIRECTORS OF
PLUM CREEK METROPOLITAN DISTRICT HELD AT 331 PLAYERS CLUB DRIVE,
CASTLE ROCK, COLORADO, ON MAY 25, 2005, AT 9:00 A.M.**

The following members of the Board of Directors were present: Paul Bombalicky, Michael DiBlasi, and David Littler. Also present were: James Folkestad and Adriana Miller. Peter Rinehart was excused.

Mr. Bombalicky determined that a quorum of Directors was present.

Conflict Disclosure

The Board noted that disclosures of potential conflict of interest statements for all Directors required to file such disclosures pursuant to law are on file, and that the statements were filed at least 72 hours prior to the meeting in accordance with Colorado statutes.

Approval of Minutes of the April 27, 2005 Meeting

Upon a motion made by Mr. DiBlasi, seconded by Mr. Littler, the minutes of the April 27, 2005 meeting were approved. Motion passed unanimously 3 - 0.

Old Business

Mr. Bombalicky stated there is no old business to be addressed at this time.

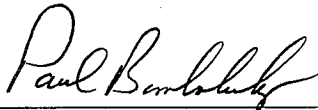
New Business

Appointment of New Board Member

Mr. Bombalicky stated that he received only one letter of interest, submitted by James K. Ellington, to serve on the Board of Directors. The deadline for submittal was May 20, 2005. The notice of vacancy was posted on the District's web site from May 1, 2005 through May 20, 2005. The Board members reviewed Mr. Ellington's resume prior to the regular meeting. Upon a motion made by Mr. Bombalicky, seconded by Mr. Littler, James K. Ellington was appointed to serve on the Board of Directors until May 2006, the remaining portion of Mr. Der Manuel's term. Motion passed unanimously 3 - 0.


Other new business

There being no further business to come before the meeting, and upon motion of Mr. Bombalicky, seconded by Mr. DiBlasi, the meeting was adjourned. The motion was approved 3 - 0.



Paul Bombalicky, President

Attest:



Michael DiBlasi, Vice-President/Assistant Secretary