

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3
HELD
JUNE 28, 2016

A regular meeting of the Board of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on June 28, 2016 at 9:30 a.m. at the Offices of WBA, 2154 East Commons Ave, Ste 2000 a.m., Centennial, Colorado. The meeting was open to the public.

Attendance

In attendance were the following Directors:

Gardiner G. Hammond
Theodore E. Cox

Also in attendance were:

Denise Denslow, Stephanie Net and Thuy Dam; CliftonLarsonAllen LLP
("CLA")

William P. Ankele, Jr., Esq. and Trisha Harris, Esq., White Bear Ankele
Tanaka & Waldron

Jennifer McElyea; Watt Investments Partners (via telephone)

Call to Order/Declaration
of Quorum/Joint Meetings

Director Hammond noted that a quorum of the Boards was present and the joint regular meeting of the Boards of Directors of Littleton Village MD Nos. 1-3 was called to order at 9:31 a.m.

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Director Qualifications
Conflicts of Interest /
Reaffirmation of
Disclosures

The Boards were advised that pursuant to Colorado law, certain disclosures by the Boards' members may be required prior to taking official action at the meeting. The Boards reviewed the Agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

The Boards determined that participation by the directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

Consent Agenda

Agenda for June 28, 2016

Minutes for May 24, 2016

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the consent agenda.

Public Comment

No comments.

Financial Matters

Review and Approve Current Claims

Ms. Dam distributed the current payables. After review, upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the current payables, represented by check number 1302-1312.

Review and Acceptance of the Current Cash Position

Ms. Dam reviewed the financials with the Board. Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the current cash position.

Legal Matters

Update on Richmond Agreements

Ms. Harris reported the agreement has been revised and sent to Richmond for their legal counsel's review. Ms. Harris will follow up.

Update on Light Pole Project and Shade Canopy Project

Ms. Harris stated that the Agreement with Broomfield Sign Company has been finalized and ready for signature. She noted that a 25 % deposited is required.

Discuss Amendment to Southeast Englewood IGA

Ms. Harris reported that the Intergovernmental Agreement has been sent to Southeast Englewood's legal counsel and should be finalized in the next couple of weeks.

Review and Ratify Approval of Easement Agreement with Denver Water

Ms. Harris stated this is the Easement Agreement for the commercial area. After discussion, upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board ratified approval of the Easement Agreement with Denver Water.

Executive Session

Not necessary.

Manger Items

Update on Interim Fee of Non-Residential Properties

This item was deferred until the July meeting.

Architectural Review Request Spreadsheet

This item is for informational purposes. The Board reviewed.

Capital Improvement
Matters

Construction Report

Director Gardiner briefed the Board on the status of current projects and completion timing.

Review and Approval of Change Orders

There were no change orders to consider at this time.

Other Business

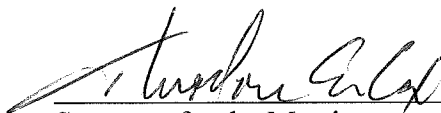
Next Meeting

The Board confirmed a quorum for the next Board meeting on July 26, 2016.

Adjournment

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board adjourned the meeting at 10:20 a.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.


Secretary for the Meeting

The foregoing minutes were approved on the 10th day of August, 2016.