

MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3  
HELD  
MARCH 28, 2017

A regular meeting of the Board of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on March 28, 2017 at 10:30 a.m. at the Offices of WBA, 2154 East Commons Ave, Ste 2000., 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:

Stephanie Net and Jason Carroll; CliftonLarsonAllen LLP  
Trisha Harris, Esq.; White Bear Ankele Tanaka & Waldron  
Lynn Christensen, Resident  
Les Gomez, Resident  
Tony Kovach, Resident  
Marianne Gonzalez, Resident

Call to Order/Declaration  
of Quorum/Joint Meetings

Director Hammond noted that a quorum of the Boards was present and the joint special meeting of the Boards of Directors of Littleton Village MD Nos. 1-3 was called to order at 10:31 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

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

Public Comment

The Board and consultants introduced themselves to the public.

Financial Matters

Review and Acceptance of Current Cash Position Schedule as of February 28, 2017

Ms. Dam reviewed the Current Cash Position report with the Board.

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board accepted the Current Cash Position Schedule as of February 28, 2017.

Review, Ratify and Approve Claims

Ms. Dam presented the Claims report with the Board.

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the claims represented by check numbers 1362 through 1370 totaling \$215,335.08.

Review and Ratify Approval of the Engagement Letters with L. Paul Goedecke P.C for 2016 Audit Services for Districts Nos. 1 & 2

Ms. Dam reviewed the Engagement Letters with the Board.

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the Engagement Letters with L. Paul Goedecke P.C for the 2016 Audit Services for Districts Nos. 1 & 2

Review and Approve Audit Exemption for District No. 3

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the Audit Exemption for District No. 3.

Other

None.

Legal Matters

Review and Consider Approving Agreement Between the City and the District Regarding Possible Upgrades to the Down-Stream Sewer Lines

Discuss the Fee Resolution as it relates to the Commercial Properties

Resolution Concerning Authorization for Approval of Contracts and Payment of Claims

Approve Post-Closing Escrow Agreement by and among Century Land Holdings LLC, WIP Littleton Village LLC, District No. 1 and Land Title Guarantee Company related to Parcel J

Discuss Appointment of Additional Board members

Executive Session

Not needed.

Other

Manger Items

Discuss Interim Fee on Non-Resident Properties

This item is deferred until further development with the commercial area.

Architectural Review Request Spreadsheet

Ms. Net mentioned the spreadsheet is included as an informational item and that no action is necessary.

Other

None.

Capital Improvement  
Matters

Construction Report

Mr. Hammond provided a report on the current projects.

Review and Approval of Change Orders

Ms. Net stated there were no changes orders to present.

Richmond Improvements Turnover

Ms. Net updated the Board on the status of the turnovers.

Century Communities Improvements Turnover

Ms. Net updated the Board on the status of the turnovers.

Director Items

Other

None.

Other Business

Other

None.

Next Meeting

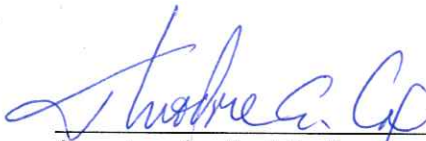
Confirmation of Quorum

The Board confirmed a quorum for the next Board meeting on Tuesday, April 25, 2017 at 10:30 a.m.

Adjournment

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board adjourned the meeting at 12:12 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 23<sup>rd</sup> day of May, 2017.