

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3
HELD
JULY 20, 2017

A regular meeting of the Board of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on July 20, 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
Lynn Christensen, District No. 2
Ken Martinelli, District No. 2

Also in attendance were:

Stephanie Net and Jason Carroll; CliftonLarsonAllen LLP
Trisha Harris, Esq. and William Ankele; White Bear Ankele Tanaka & Waldron
Michael Boll, Resident

Call to Order/Declaration
of Quorum/Joint Meetings

The Boards of Directors of Littleton Village MD No. 2 called the meeting to order at 10:40 a.m. and confirmed quorum was present.

The Boards of Directors of Littleton Village MD Nos. 1 and 3 called the meeting to order at 11:42 a.m. and confirmed quorum was present.

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 Martinelli and, upon vote unanimously carried, the Board approved the agenda as presented.

Public Comment

The public presented their concerns with the overgrown weeds in the commercial area and maintenance of the common area of District No. 2. Ms. Net stated she would contact Brightview regarding the common area. She also noted that she would begin to draft newsletter with reminders and website information for the residents.

Financial Matters

Review and Approve Draft 2016 Audit for Districts No. 1 and 2

Mr. Carroll thoroughly reviewed the 2016 draft audit for District Nos. 1 and 2 with the Boards. He noted the audits received a clean report from the auditor and legal has provided minor corrections that will be completed prior to finalizing and submittal.

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the 2016 audit for District No. 1 subject to final legal review and revisions.

Upon a motion duly made by Director Martinelli, seconded by Director Cox and, upon vote unanimously carried, the Board approved the 2016 audit for District No. 2 subject to final legal review and revisions.

Mr. Carroll asked that the Board consider approving an audit extension for the filing of the 2016 audit in the unlikely event the reports are not ready by the statutory deadline of July 31st.

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

Review and Acceptance of the June 30, 2017 Cash Position Schedule Updated as of July 18, 2017

Mr. Carroll presented the cash position updated as of July 18th to the Board. Upon a motion duly made by Director Cox, seconded by Director Hammond and, upon vote unanimously carried, the Board accepted the June 30, 2017 cash position schedule updated as of July 18, 2017.

Review, Ratify and Approve Claims

Mr. Carroll 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 1412 through 1436 totaling \$157,940.65.

Conduct Public Hearings for 2016 Budget Amendments and Consider Approval of 2016 Budget Amendment Resolutions for Districts No. 1 and 2

Director Hammond opened the public hearing at 11:32 a.m. After discussion, the public hearing was closed at 11:33 a.m.

Mr. Carroll reviewed the 2016 amended budget for District Nos. 1 and 2 with the Boards.

Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved Resolutions to Amend 2016 Budgets for District Nos. 1 and 2.

Other

None.

Legal Matters

Review and Consider Approval of the Amendment to Independent Contractor Agreement between District No. 1 and Broomfield Sign Company, Inc.

Ms. Harris reviewed the agreement with the Board, noting the amendment is to include the additional scope of service for the shade structures. Upon a motion duly made by Director Hammond, seconded by Director Cox and, upon vote unanimously carried, the Board approved the amendment to independent contractor agreement between District No. 1 and Broomfield Sign Company, Inc.

Executive Session

Not needed.

Other

None.

Manger Items

City of Littleton Meeting - Update

Ms. Net provided an update from the City regarding on street and alley parking, covenant enforcement, weed control and dog enforcement. She stated the City suggested that the District drat a letter to the Littleton Police

Department granting permission to enforce the “no parking” and “fire lane” areas of the District. Ms. Harris’s office will work on drafting and provide us with a copy.

Capital Improvement
Matters

Construction Report

Mr. Hammond stated construction is complete. It will now be maintenance & warranty of construction/City acceptance of construction on Broadway.

Review and Approval of Change Orders

Deferred.

Richmond Improvements Turnover

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

Century Communities Improvements Turnover

Ms. Net noted that alleyways have not been turned over to the District. Century will be contacting CLA to schedule another inspection when alleyways have been repaired.

Director Items

Other

None.

Next Meeting

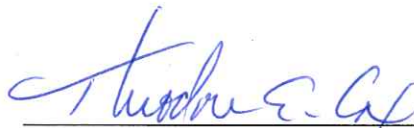
Confirmation of Quorum

The Board cancelled the July 25, 2017 meeting and confirmed a quorum for the next Board meeting on Tuesday, August 22, 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 p.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 20th day of July, 2017.