

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 2-3
HELD
JANUARY 22, 2019

A special meeting of the Board of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on January 22, 2019 at 5:30 p.m. at South Fellowship Church, 6560 South Broadway, Littleton, CO 80121. The meeting was open to the public.

Attendance

In attendance were the following Directors:

District No. 2:

Michael Bolsinger
Michael Williams
Chrystia Losianovich
Holly Bundschu
Phil Cernanec

District No. 3:

Jack Buchanan
John Buchanan
Sherry Buchanan

Also in attendance were:

Denise Denslow (Via Telephone), Geol Scheirman & Thuy Dam;
CliftonLarsonAllen LLP ("CLA")
William Ankele & Trish Harris; White Bear Ankele Tanaka & Waldron
Patty Ortiz; Diverse Project Consultants, LLC (Via Telephone)
Lynn Christensen; Resident
Ken Martinelli; Resident
Jim Bowlby; Resident
Tom Paulsen; Resident
Jason Bicknell; Resident

Call to Order/Declaration
of Quorum/Joint Meetings

The Boards of Directors of Littleton Village MD Nos. 2 & 3 called the meeting to order at 5:29 p.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.

Public Comments

Jason Bucknell requested clarification for parking on alleyways. He also inquired about the abandoned car within the community. The Board noted that the City of Littleton could monitor.

Lynn Christensen inquired about the no parking signs for single-family homes with an alley. She asked about a private agreement with the City of Littleton police to ticket for fire lane issues. Currently there was nothing in effect and the Board did not believe that it was an option.

Ken Martinelli inquired about the commercial section development. He asked if the City of Littleton traffic white pages has been completed at this time. It was confirmed by the Board that this has not yet been completed.

Approval of
Consent Items

Review and Consider Approval of November 27, 2018 Special Board Meeting
Minutes (District Nos. 2-3)

Following review, upon a motion duly made by Director Bundschu, seconded by Director Bolsinger and, upon vote, unanimously carried, the Board approved the Consent Items for District No. 2, as presented.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Board approved the Consent Items for District No. 3, as presented.

Financial Items

Review and Acceptance of Current Cash Position (District Nos. 2-3)

Ms. Dam reviewed the cash position with the Boards. Ms. Dam went over the Watt Funding Agreement with the Boards.

Joint Executive Session

Joint Executive Session of the Boards of Directors of District No. 2 and District No. 3 Pursuant to §24-6-402(4)(b), C.R.S. for the Purpose of Receiving Legal Advice

Upon a motion duly made by Director Cernanec, seconded by Director Williams and, upon vote unanimously carried, the Board of District No. 2 entered into Executive Session at 5:59 p.m.

Upon a motion duly made by Director Cernanec, seconded by Director Williams and, upon vote unanimously carried, the Board of District No. 2 exited from Executive Session at 7:01 p.m.

Upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote unanimously carried, the Board of District No. 3 entered into Executive Session at 5:59 p.m.

Upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote unanimously carried, the Board of District No. 3 exited from Executive Session at 7:01 p.m.

The Boards took no action.

Manager Items

A. Review and Consider Alternatives for Dog Park Mitigation

Patty Ortiz presented proposals to the Board of District No. 2. The Board requested updated proposals, including landscaping surface work, to be distributed to the Board for review by February 15, 2019 to allow for adequate review time prior to the February 26th Board meeting.

Tom Paulsen requested to have a rock pillar option included within the updated proposals.

B. Review and Discuss Bids for 2019 Landscape Maintenance

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Williams and, upon vote, unanimously carried, the Board approved the Brightview 2019 Landscaping proposal, as presented.

C. Review and Consider Engagement of MCD Professional Consulting

Following review, upon a motion duly made by Director Cernanec seconded by Director Williams and, upon vote, unanimously carried, the Board of District No. 2 approved the MCD Professional Consulting Engagement Letter.

D. Discuss Acceptance of Richmond Improvements

Mr. Scheirman and Ms. Harris briefly reviewed the Richmond Improvements with the Board.

Director Items

A. Appointment of Director (District No. 3 only)

This item was tabled.

B. Appointment of Officers (District Nos. 2)

The following slate of Officers were appointed:

President:	Phil Cernanec
Director:	Michael Bolsinger
Director:	Michael Williams
Treasurer:	Holly Bundschu
Secretary:	Chrystia Losianovich

C. Appointment of Officers (District Nos. 3)

Appointments were tabled until February meeting.

Other Business

Mr. Scheirman provided an update to the Board on the Amli Property and the occupancy schedule for 2019.

The Boards created a transition committee to include members from both District No. 2 and District No. 3 Boards of Directors:

1. Phil Cernanec
2. Chrystia Losianovich
3. Jack Buchanan
4. John Buchanan

Director Williams discussed signage for "guest parking only" spots in the Cityscapes. He also noted a need for painting lines for parking spots in the Cityscapes and 2 story town homes on the east side of the community.

Director Bolsinger inquired as to whether or not the District could cap the number of rental units and short-term rentals within the community.

Director Losianovich requested an update on the violation process utilized within the District.

Director Buchanan provided an update on the commercial development to the Board. He noted he would like to have a community meeting in February to discuss changes affecting the District.

Next Meeting


Confirm Quorum for February 26th, 2019 Special Board Meeting

The Board confirmed quorum.

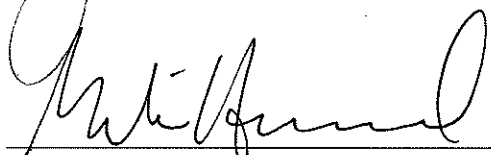
Adjournment

The Board adjourned the meeting at 9:00 p.m.

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



District No. 2



District No. 3