

MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3  
HELD  
JULY 28, 2020

A special meeting of the Board of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on July 28, 2020 at 5:30 p.m. The meeting was held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Orders Implementing Social Distancing Measures, and the continuing threat posed by the COVID-19 coronavirus. The meeting was open to the public.

Attendance

In attendance, via teleconferencing, were the following Directors:

District No. 1:

Jack Buchanan  
Sherry Buchanan  
Johnny Buchanan

District No. 2:

Phil Cernanec  
Holly Bundschu  
Michael Bolsinger  
Chrystia Losianovich  
Zachary Tedeschi

District No. 3:

Jack Buchanan  
Sherry Buchanan  
Johnny Buchanan  
Cynthia Myers

Also in attendance, via teleconference, were:

Denise Denslow, Geol Scheirman, Jason Carroll & Thuy Dam;  
CliftonLarsonAllen LLP (“CLA”)  
Trish Harris; White Bear Ankele Tanaka & Waldron P.C.  
Bebe Bowlby; Resident  
Emily Schroeder; Resident  
Jim Wellbaum; Resident  
Ken Martinelli; Resident  
Lynn Christensen; Resident  
Terry Stalker; Resident  
Tim Gallagher; Resident  
Nadia Geller; Resident  
Ariel Ross; Resident

Call to Order/Declaration  
of Quorum/Joint Meetings

The Boards of Directors of Littleton Village Metropolitan District Nos. 1-3 called the meeting to order at 5:34 p.m. and confirmed quorum of each was present. The absences of Director Hammond, District No. 1, and Director Mulqueen, District No. 3, were noted and excused.

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. Ms. Harris reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Harris inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Public Comments

Mr. Martinelli noted concerns of overwatering and sign deterioration within the dog park. He further stated his concern for residents not obeying dog park leash laws. Mr. Scheirman confirmed that it is the City of Littleton that would need to enforce the leash laws. Mr. Martinelli requested that signage be moved closer to the northwest corner of the dog park, to be more visible to AMLI residents.

Ms. Schroeder noted her concerns with ice build-up along East Hinsdale. This item was discussed in detail later in the meeting.

Consider Election of  
Officers

Following discussion, upon a motion duly made by Director Sherry Buchanan, seconded by Director Jack Buchanan and, upon vote, unanimously carried, the Board of District No. 1 approved the following election of officers:

President: Jack Buchanan  
Treasurer: Johnny Buchanan  
Secretary: Sherry Buchanan

Approval of  
Consent Items

Review and Consider Approval of June 23, 2020 Special Meeting  
Minutes (District Nos. 1-3)

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Johnny Buchanan and, upon vote, unanimously carried, the Board of District No. 1 approved the Consent Items.

Following review, upon a motion duly made by Director Cernanec, seconded by Director Losianovich and, upon vote, unanimously carried, the Board of District No. 2 approved the Consent Items.

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

## Financial Items

### Review, Ratify and Approval of Claims (District No. 1)

Ms. Dam presented the claims to the Board.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Johnny Buchanan and, upon vote, unanimously carried, the Board of District No. 1 approved the claims.

### Review and Consider Acceptance of Current Cash Sheet, Property Taxes and Developer Funding (District Nos. 1-3)

Ms. Dam reviewed the current cash sheet, property taxes and developer funding with the Boards.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Board of District No. 1 accepted the current cash sheet, property taxes and developer funding for District No. 1.

Following review, upon a motion duly made by Director Cernanec, seconded by Director Bolsinger and, upon vote, unanimously carried, the Board of District No. 2 accepted the current cash sheet, property taxes and developer funding for District No. 2.

Following review, 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 accepted the current cash sheet, property taxes and developer funding for District No. 3.

### Discussion of Allocation of Expenses between District No. 2 and District No. 3

Ms. Dam and Mr. Scheirman reviewed the allocation of expenses between District Nos. 2 and 3 with the Boards. The Boards requested a special meeting be scheduled for District Nos. 2 and 3 to further discuss.

Other

Ms. Dam presented the option for Bill.com to the Boards. The Boards directed Ms. Dam to provide additional information and a formal proposal at the next Board meeting.

Legal Items

Review and Consider Approval of Transaction-Based Informed Consent (District Nos. 2 & 3)

Ms. Harris reviewed the Transaction-Based Informed Consent with the Boards.

Following discussion, upon a motion duly made by Director Cernanec, seconded by Director Bolsinger and, upon vote, the District No. 2 Board approved the Transaction-Based Informed Consent.

Following discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Myers and, upon vote, unanimously carried the District No. 3 Board approved the Transaction-Based Informed Consent.

Review and Consider Engagement of Special Counsel (District No. 3)

The District No. 3 Board waived the request for engagement of special counsel.

Discuss Allocation Agreement (District Nos. 1 and 2)

Ms. Harris reviewed the Allocation Agreement with the Boards.

Following discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Johnny Buchanan and, upon vote, unanimously carried the District No. 1 Board approved the Allocation Agreement, subject to final review by legal counsel, Mr. Jack Buchanan, and Mr. Cernanec.

Following discussion, upon a motion duly made by Director Cernanec, seconded by Director Bolsinger and, upon vote, unanimously carried the District No. 2 Board approved the Allocation Agreement, subject to final review by legal and bond counsel. Director Bundschu abstained.

Discuss PIF Assignment Agreement (District Nos. 2 and 3)

Ms. Harris reviewed the PIF Assignment Agreement with the Boards.

Following review, upon a motion duly made by Director Cernanec, seconded by Director Bolsinger and, upon vote, unanimously carried, the District No. 2 Board approved the PIF Assignment Agreement, subject to revisions requested by bond counsel, and final review by legal counsel, Mr. Jack Buchanan, and Mr. Cernanec.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Myers and, upon vote, unanimously carried, the District No. 3 Board approved the PIF Assignment Agreement, subject to revisions requested by bond counsel, and final review by legal counsel, Mr. Jack Buchanan, Mr. Cernanec.

Review and Consider Approval of Infrastructure Acquisition and Reimbursement Agreement (District No. 3)

Ms. Harris reviewed the Infrastructure Acquisition and Reimbursement Agreement with the Board.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the District No. 3 Board approved the Infrastructure Acquisition and Reimbursement Agreement.

Review and Consider Approval of Independent Contractor Agreement with IDES for Engineering Services (District No. 3)

This item was deferred. The Board requested additional contractors be considered.

Executive Session pursuant to §24-6-402(4)(b) and (e) for the purpose of receiving legal advice and for determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations and instructing negotiators (if needed)

Executive Session was not needed at this time.

Manager Items

Update on Street Settlement Issue

Director Cernanec provided an update on the street settlement issue to the Boards, noting he has been in communication with the City of Littleton and the City has indicated they have taken responsibility for the street's settlement. The City of Littleton reported that they have been in discussions with multiple engineers for possible solutions. The City has not yet decided upon a best approach. Director Cernanec noted that he believed this issue would be resolved by the end of September 2020.

Landscaping Discussion and Updates

Discussion ensued regarding concerns of dirt patches and overwatering within the District's park area. Mr. Scheirman will discuss altering days and times for watering with BrightView.

Mr. Scheirman reviewed the Solar Sync Sensor proposal from BrightView Landscape Services, Inc. with the Boards.

Following review, upon a motion duly made by Director Sherry Buchanan, seconded by Director Jack Buchanan and, upon vote unanimously carried the District No. 1 Board approved the proposal from BrightView Landscape Services, Inc., in the amount of \$464.98.

#### Parking Discussion

The Boards opened the parking discussion for public comments, allowing residents who had emailed concerns regarding parking within the community to present their concerns.

Following discussion, no changes to parking will occur at this time. Mr. Scheirman will communicate with the City regarding parking violations, including easements and limitations for the alley aprons. Mr. Scheirman will also work with public works and/or a traffic engineer for additional options.

Further discussion, regarding concerns for ice build-up and drainage issues on East Hinsdale, ensued.

#### Other

Mr. Jack Buchanan presented an update to the community regarding Alfalfa's current development status within the commercial area.

#### Director Items

#### Other

Director Bolsinger asked about follow-up for tree damage and rings in the community. Mr. Scheirman will follow-up with BrightView.

Director Bolsinger requested that the Century signs be removed from the community. Mr. Scheirman will coordinate.

#### Other Business

None.

#### Next Meeting

#### Confirm Quorum for August 25, 2020 Regular Board Meeting

The Boards requested that the August 25, 2020 Regular Board Meeting be cancelled if pending agenda items are not ready for review.

#### Adjournment

Upon a motion duly made by Director Jack Buchanan, the District Nos. 1 and 3 Boards adjourned the meeting at 8:19 pm.

Upon a motion duly made by Director Cernanec, the District No. 2 Board adjourned the meeting at 8:19 p.m.

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

DocuSigned by:

*Sherry Buchanan*

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District No. 1

DocuSigned by:

*Chrystia Losianovich*

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District No. 2

DocuSigned by:

*Sherry Buchanan*

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District No. 3

## Certificate Of Completion

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Client Number: 011-044526	
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Document Pages: 7	Signatures: 3
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	
Envelope Stamping: Enabled	
Time Zone: (UTC-06:00) Central Time (US & Canada)	
	Envelope Originator: Megan Liesmaki 220 South 6th Street Suite 300 Minneapolis, MN 55402 Megan.Liesmaki@claconnect.com IP Address: 71.205.25.179

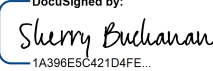
## Record Tracking

Status: Original 9/27/2020 9:03:31 PM	Holder: Megan Liesmaki Megan.Liesmaki@claconnect.com	Location: DocuSign
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## Signer Events

Sherry Buchanan  
sherry@bbv1.com  
Security Level: Email, Account Authentication (None)

## Signature

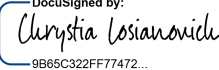
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Signature Adoption: Pre-selected Style  
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Chrystia Losianovich  
chrystia@gmail.com  
Security Level: Email, Account Authentication (None)

DocuSigned by:  
  
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Using IP Address: 174.51.238.156  
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**Electronic Record and Signature Disclosure:**  
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ID: d3a06e79-cce9-4d66-8f7f-bd5213276316

Sherry Buchanan  
sherry@bbv1.com  
Security Level: Email, Account Authentication (None)

DocuSigned by:  
  
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Using IP Address: 73.203.68.194

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In Person Signer Events	Signature	Timestamp
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<b>Intermediary Delivery Events</b>	<b>Status</b>	<b>Timestamp</b>
<b>Certified Delivery Events</b>	<b>Status</b>	<b>Timestamp</b>
<b>Carbon Copy Events</b>	<b>Status</b>	<b>Timestamp</b>
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<b>Notary Events</b>	<b>Signature</b>	<b>Timestamp</b>
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Signing Complete	Security Checked	10/26/2020 10:19:22 AM
Completed	Security Checked	10/26/2020 10:19:22 AM
<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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