

MINUTES OF A SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3
HELD
SEPTEMBER 22, 2020

A special meeting of the Boards of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on September 22, 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
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 & Thuy Dam; CliftonLarsonAllen LLP (“CLA”)
Trish Harris; White Bear Ankele Tanaka & Waldron P.C. (“WBA”)
Bebe Bowlby; Resident
Lynn Christensen; Resident
Terry Stalker; Resident
Annie Piper; Resident
Tony Bundschu; 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 5:32 p.m. and confirmed quorum of each was present. The absences of Director Bolsinger, District No. 2, 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

Ms. Christensen requested an update on the following items: the September 16, 2020 District landscape walk, the AMLI & Dry Creek lawn responsibility dispute, District street parking alternatives and the October City Council meeting.

Mr. Scheirman informed Ms. Christensen that a summary of the District landscape walk will be provided to the community after proposals from BrightView are received and reviewed by the Board. Mr. Scheirman also noted that discussions regarding lawn care responsibilities near AMLI and Dry Creek are still in review, currently with the legal team. Mr. Scheirman reported that a meeting with Mr. Tim Weaver, a traffic analyst for the City, is being scheduled to discuss alternative parking options within the District. Director Cernanec and Director Buchanan provided a general over view of the upcoming October City Council meeting, noting it is a study session.

Ms. Stalker inquired if landscaping violation letters are currently being sent. Mr. Scheirman noted Ms. Stalker's concern and acknowledged that violation letters are being sent but that he will follow up within the week.

Approval of
Consent Items

Review and Consider Approval of July 28, 2020 Special Meeting Minutes
(District Nos. 1-3)

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 approved the Consent Items.

Following review, upon a motion duly made by Director Cernanec, seconded by Director Bundschu 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 Sherry 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 Sherry 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. Director Bundschu inquired as to the process for collection of fees. Ms. Dam explained the timeline and process for collection of fees to the Boards. Director Jack Buchanan inquired as to which properties were in collections. Ms. Dam provided the companies' names and amounts due. Director Jack Buchanan noted he would assist with follow up on fees due.

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 Bundschu 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.

Legal Items

Update on Separation of Districts

Ms. Harris provided an update on the separation of Districts, noting that most separation documents have been drafted and that she anticipates having them ready for Board review at the October Board Meeting. Ms. Harris acknowledged that the separation of Districts process is on schedule to be completed and put into effect as of January 1, 2021.

Update on Street Settlement Issue

Ms. Harris provided an update on the street settlement issue to the Boards, noting an additional call is scheduled for next week, with the City of Littleton's attorney, CLA, WBA and Director Cernanec, to further discuss. Ms. Harris also reported that the notice of claim has been filed with Hudick Excavating and Ground Engineering to preserve District. No. 1 rights.

Director Cernanec reported that he recently had a positive conversation with Mr. Mark Relph, the City Manager, regarding the street settlement but noted that this issue may take longer to resolve than first anticipated.

Update on Payment of Seal Coating Amount by Richmond

Ms. Harris provided an update on the payment of seal coating amount by Richmond to the Boards, noting the potential risks versus benefits of pursuing payment from Richmond.

This item was deferred until after the street settlement issue is resolved.

Executive Session of the Boards of Directors for the purpose of receiving legal advice pursuant to Section 24-6-402(4)(b), Colorado Revised Statutes, and for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations, and instructing negotiations pursuant to Section 24-6-402(4)(e), Colorado Revised Statutes as both relates to the street settlement issue and the payment of the seal coating amount from Richmond (if needed)

Executive Session was not needed at this time.

Manager Items

Review and Consider Approval of Independent Contractor Agreement with BrightView Landscape Services, Inc. for Snow Removal Services (District No. 1)

Mr. Scheirman presented the Snow Removal Services Agreement with BrightView Landscape Services, Inc. to the Board.

Following discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchannan and, upon vote, unanimously carried, the District No. 1 Board approved the Independent Contractor Agreement with BrightView Landscape Services, Inc. for Snow Removal Services, subject to final determination of splitting the Districts.

Director Items

Discussion regarding Covenant Enforcement – Basketball hoops

Discussion regarding covenant enforcement, specifically concerning basketball hoops within the community, ensued. Following discussion, the District No. 2 Board authorized Ms. Harris to prepare an addendum to the

Covenants, clarifying what qualifies as “regular use.” Ms. Harris will provide the addendum for Board review at the October Board meeting.

Discussion regarding Design Review Request Fee

Discussion regarding design review request fees ensued. Following discussion, the Board authorized Mr. Scheirman to meet with Mr. Bolsinger to discuss which requests are time intensive and therefore should require a fee be charged for review.

Other

Director Bundschu inquired as to when the District No. 2 landscaping walk update will be provided to the community and noted an interest in providing a community-landscaping event to save on landscape installation costs. The Board determined landscaping updates within the community will continue to be discussed as the Board reviews and finalizes the 2021 Budget.

Adjournment

Upon a motion duly made by Director Cernanec, the District No. 2 Board adjourned the meeting at 6:24 p.m.

Other Business

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

Ms. Harris reviewed the Engineering Services Agreement with IDES with the Board.

Following review, upon a motion duly made by Director Sherry Buchanan, seconded by Director Jack Buchanan and, upon vote, unanimously carried, the District No. 3 Board approved the Independent Contractor Agreement with IDES for Engineering Services.

Review and Consider Approval of Contract for Technical Services and Assistance between Littleton Village Metropolitan District No. 3 and PGAV Planners, LLC (District No. 3)

Ms. Harris reviewed the Contract for Technical Services and Assistance between Littleton Village Metropolitan District No. 3 and PGAV Planners, LLC with the Board.

Following review, upon a motion duly made by Director Johnny Buchanan, seconded by Jack Buchanan and, upon vote, unanimously carried, the District No. 3 Board approved the contract with PGAV Planners, LLC.

Next Meeting

Confirm Quorum for October 27, 2020 Regular Board Meeting

The Boards confirmed a quorum for the October 27, 2020 regular Board meeting.

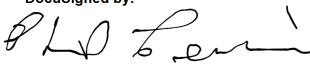
Adjournment

Upon a motion duly made by Director Jack Buchanan, the District Nos. 1 and 3 Boards adjourned the meeting at 6:28 pm.

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

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District No. 1

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District No. 2

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District No. 3