

MINUTES OF A JOINT SPECIAL MEETING  
OF THE BOARDS OF DIRECTORS OF THE  
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3  
HELD  
OCTOBER 27, 2020

A joint special meeting of the Boards of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on October 27, 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:

Mike Bolsinger  
Phil Cernanec  
Holly Bundschu  
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”)  
Trisha K. Harris, Esq. & William P. Ankele Jr., Esq.; White Bear Ankele  
Tanaka & Waldron P.C. (“WBA”)

Lynn Christensen; 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 Losianovich, 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

None.

Executive Session

Upon motions duly made and seconded and upon votes unanimously carried, the Boards of District No. 1, District No. 2 and District No. 3 convened in executive session at 5:48 p.m. 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 relate to the settlement of Hinsdale Avenue and discussions with the City of Littleton regarding the same.

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., no record is to be kept of the portion of this executive session that, in the opinion of the Districts' attorney, constitutes privileged attorney-client communication pursuant to § 24-6-402(4)(b), C.R.S.

Also pursuant to § 24-6-402(4), C.R.S., the Boards did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Boards reconvened in regular session at 6:02 p.m.

Approval of  
Minutes  
Consent Items

Review and Consider Approval of September 22, 2020 Special Meeting  
(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 reports 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 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.

### Discuss 2021 Draft Budgets (Nos. 1-3)

The Boards engaged in general discussion on the 2021 Draft Budgets. The Boards of District No. 2 and District No. 3 determined to each hold another budget workshop prior to the next Board meeting.

## Legal Items

### Review and Consider Approval of Transaction Based Informed Consent to Representation (District Nos. 1-3)

Following discussion and upon motion and second, the Board approved.

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

Following discussion and upon motion and second, the Board approved.

Update on Separation of Districts

Ms. Harris discussed the separation of the Districts and the primary agreements that will need to be approved by the Boards to accomplish the same. The agreements and documents have all been presented to the Board for review prior to this meeting, and will be considered for approval at the next meeting.

Update on Street Settlement Issue

Ms. Harris reported that the City of Littleton has indicated a willingness to repair the street, but has requested an offer from the Districts relative to any financial contribution the Districts may make. The Boards discussed this in Executive Session and directed legal counsel on negotiations with the City.

Discussion of AMLI South Tree Lawn and Approval of Connection to the District's Irrigation System (District No. 1)

Ms. Harris discussed the tree lawn south of the AMLI property. District No. 1 was initially to install the landscaping for that tree lawn, but, at the request of AMLI, did not as AMLI's continued construction at the time would have damaged the landscaping. AMLI subsequently installed the landscaping, but it was not controlled by District No. 1's irrigation system. AMLI has requested permission to install controllers and connect to District No. 1's irrigation system installed in the tree lawn, and AMLI will then install new landscaping in the area for eventual turnover to District No. 1, upon acceptance of the same by District No. 1 (or District No. 2 after separation of the Districts). Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the installation of the necessary controllers to the irrigation system installed within the tree lawn area to the south of the AMLI Property.

Other – None.

Manager Items

Update on Design Review Request Fee (District No. 2)

The Board discussed the design review fee currently charged for design review requests submitted to the Design Review Committee, but not action was taken.

Discussion Regarding Proposals from BrightView Landscaping Services (District No. 1)

This matter was tabled pending further budget discussions.

Review and Consider Approval of Amendment to the Architectural Guidelines (District No. 1)

Following discussion, upon motion duly made and seconded, the Board of District No. 1 unanimously approved the Amendment to the Architectural Guidelines, to be revised as discussed.

Other – None.

Director Items

Other – None.

Next Meeting

Confirm Quorum for November 24, 2020 Regular Board Meeting

The Boards confirmed a quorum for the November 24, 2020 Board meetings but requested that the meetings be held via teleconference, due to COVID-19 safety precautions.

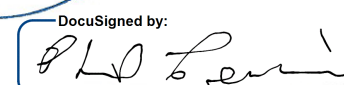
Adjournment

Upon motion and second, the District Nos. 1 and 3 Boards adjourned the meeting at 6:28 pm.

Upon a motion and second, the District No. 2 Board adjourned the meeting at 6:28 p.m.

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

  
Secretary for the Meeting, District No. 1

DocuSigned by:  
  
108949E747C7440  
Secretary for the Meeting, District No. 2

  
Secretary for the Meeting, District No. 3