

MINUTES OF A JOINT SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1-3
HELD
NOVEMBER 24, 2020

A joint special meeting of the Boards of Directors of the Littleton Village Metropolitan District Nos. 1-3 was held on November 24, 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 was absent and excused.

District No. 2:

Phil Cernanec

Holly Bundschu

Chrystia Losianovich was absent and excused.

Mike Bolsinger

Zachary Tedeschi

District No. 3:

Jack Buchanan

Johnny Buchanan was absent and excused.

Sherry Buchanan

Cynthia Myers

Brian Mulqueen was absent and excused.

Also in attendance, via teleconference, were:

Denise Denslow, Geol Scheirman, Jason Carroll & Thuy Dam;

CliftonLarsonAllen LLP (“CLA”)

Trisha K. Harris, Esq.; White Bear Ankele Tanaka & Waldron P.C.
 (“WBA”)

Lynn Christensen, Terry Stalker, Bebe Bowlby and resident identified as “Isabel’s ipad”

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 Johnny Buchanan, District No. 1, Director Chrystia Losianovich, District No. 2, and Directors Johnny Buchanan and Brian 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

Lynn Christensen asked about the street parking signage, the dog park and Hinsdale Street updates. Mr. Scheirman gave updates, noting that the City will be signing. Ms. Christensen asked a few budget questions and Ms. Dam provided answers.

Approval of
Consent Items

Review and Consider Approval of October 27, 2020 Special Meeting Minutes (District Nos. 1-3):

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 approved the Consent Items, adding that the Board approved to waive any District Architectural Review Committee Administrative fees through 2020.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards of District Nos. 1 and 3 approved the Consent Items, adding that the Board approved to waive any District Architectural Review Committee Administrative fees though 2020.

Approval of 2021 Administrative Resolution (District Nos. 1-3):

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 2021 Administrative Resolution, noting the District would meet the fourth Tuesday of January, April, July and October at 5:30 p.m.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards of District Nos. 1 and 3 approved the 2021 Administrative Resolution, noting the Districts would meet the second Tuesday of January, April, July and October at 5:30 p.m.

Ratify 2019 Annual Report (District Nos. 1-3):

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 ratified approval of the 2019 Annual Report.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards of District Nos. 1 and 3 ratified approval of the 2019 Annual Report.

Authorize District Insurance Renewal and SDA Membership:

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 authorized renewal of District Insurance and SDA membership.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards of District Nos. 1 and 3 authorized renewal of District Insurance and SDA membership.

Ratify and Approve Claims (District No. 1):

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 ratified and approved the claims.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards of District Nos. 1 and 3 ratified and approved the claims.

Ratify Third Quarter Continuing Disclosure Report (District No. 2):

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 ratified approval of the Third Quarter Continuing Disclosure Report.

Approval of Checking Account and the Implementation of Bill.com
(District Nos. 2 and 3):

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 approved of checking account and the implementation of Bill.com.

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 of checking account and the implementation of Bill.com.

Approval of Engagement with Wipfli LLP for 2020 Audit (District No. 1
and District No. 2):

Following review, upon a motion duly made by Director Bolsinger, seconded by Director Bundschu and, upon vote, unanimously carried, the Board of District No. 2 approved the Engagement with Wipfli LLP for the 2020 Audit.

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 Engagement with Wipfli LLP for the 2020 Audit.

Financial Items

2020 Budget Amendment Public Hearings (if needed)

- i. Conduct Public Hearing to Consider Amending the 2020 Budget; Consider Approval of Resolution to Amend 2020 Budget for District No. 1 (District No. 1):

Upon a motion duly made by Director Jack Buchanan, the Board opened the public hearing at 5:56 p.m. No public comment. Upon a motion duly made by Director Jack Buchanan, the Board closed the public hearing at 5:57 p.m.

Ms. Dam reviewed the Resolution Amending the 2020 Budget with the Board of District No. 1. Following discussion, upon a motion duly made by Director Jack Buchanan and seconded by Director Sherry Buchanan, the Board of District No. 1 unanimously adopted the resolution amending the General Fund to \$375,000 and the Maintenance Fund to \$475,000.

- ii. Conduct Public Hearing to Consider Amending the 2020 Budget; Consider Approval of Resolution to Amend 2020 Budget for District No. 2 (District No. 2):

Ms. Dam informed the District No. 2 Board that this item was not needed.

- iii. Conduct Public Hearing to Consider Amending the 2020 Budget; Consider Approval of Resolution to Amend 2020 Budget for District No. 3 (District No. 3):

Ms. Dam informed the District No. 3 Board that this item was not needed.

2021 Budget Public Hearings:

- i. Conduct Public Hearing to Consider Adoption of the 2021 Budget, Appropriation of Funds for Expenditures and Certification of Mill Levies; Consider Approval of Resolution to Adopt the 2021 Budget, Appropriating Funds for Expenditures and Certifying Mill Levies for District No. 1 (District No. 1):

Upon a motion duly made by Director Sherry Buchanan, the Board opened the public hearing at 6:00 p.m. No public comment. Upon a motion duly made by Director Jack Buchanan, the Board closed the public hearing at 6:26 p.m.

Ms. Dam reviewed the 2021 Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made by Director Jack Buchanan and seconded by Director Sherry Buchanan, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 0.000 mills for the General Fund, 0.000 mills for the Debt Service Fund, and 0.00 mills for the Capital Projects Fund.

- ii. Conduct Public Hearing to Consider Adoption of the 2021 Budget, Appropriation of Funds for Expenditures and Certification of Mill Levies; Consider Approval of Resolution to Adopt the 2021 Budget, Appropriating Funds for Expenditures and Certifying Mill Levies for District No. 2 (District No. 2):

Upon a motion duly made by Director Cernanec, the Board opened the public hearing at 6:00 p.m. No public comment. Upon a motion duly made by Director Bolsinger, the Board closed the public hearing at 6:26 p.m.

Ms. Dam reviewed the 2021 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made by Director Cernanec and seconded by Director Bundschu, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 11.132 mills for the General Fund, 44.531 mills for the Debt Service Fund, and 0.00 mills for the Capital Projects Fund, noting they would change from monthly billing and meetings to quarterly billing and meetings to control costs.

iii. Conduct Public Hearing to Consider Adoption of the 2021 Budget, Appropriation of Funds for Expenditures and Certification of Mill Levies; Consider Approval of Resolution to Adopt the 2021 Budget, Appropriating Funds for Expenditures and Certifying Mill Levies for District No. 3 (District No. 3):

Upon a motion duly made by Director Sherry Buchanan, the Board opened the public hearing at 6:00 p.m. No public comment. Upon a motion duly made by Director Jack Buchanan, the Board closed the public hearing at 6:26 p.m.

Ms. Dam reviewed the 2021 Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made by Director Jack Buchanan and seconded by Director Sherry Buchanan, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills for the General Fund, 40.000 mills for the Debt Service Fund, and 0.00 mills for the Capital Projects Fund, based off the assessed value for maintenance fee.

Resolution Concerning the Imposition of a Maintenance Fee and Administrative Fee (District No. 2):

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 Resolution Concerning the Imposition of a Maintenance Fee and Administrative Fee, and directed staff to move to quarterly billing.

Resolution Concerning the Imposition of a Water Invoicing Fee (District No. 2):

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 Resolution Concerning the Imposition of a Water Invoicing Fee, and directed staff to move to quarterly billing.

Resolution Concerning the Imposition of a Maintenance Fee for Commercial Units (District No. 3):

Following review, upon a motion duly made by Director Sherry Buchanan, seconded by Director Jack Buchanan and, upon vote, unanimously carried, the Board of District No. 3 approved the Resolution Concerning the Imposition of a Maintenance Fee for Commercial Units based on assessed value, and directed staff to move to quarterly billing.

Resolution Concerning the Imposition of a Maintenance Fee for the Condominium Units (District No. 3):

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Cynthia Myers and, upon vote, unanimously carried, the Board of District No. 3 approved the Resolution Concerning the Imposition of a Maintenance Fee for Condominium Units, and directed staff to move to quarterly billing.

Resolution Concerning the Imposition of an Administrative Fee and a Design Review Fee (District No. 3):

Following review, upon a motion duly made by Director Cynthia Myers, seconded by Director Jack Buchanan and, upon vote, unanimously carried, the Board of District No. 3 approved the Resolution Concerning the Imposition of an Administrative Fee and waived the Design Review Fee.

Other – None.

Separation Items:

Intergovernmental Agreements:

i. Termination of District Administrative Services Agreement (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 Termination of District Administrative Services Agreement.

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 approved the approved the Termination of District Administrative Services Agreement.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Cynthia Myers and, upon vote, unanimously carried, the Board of District No. 3 approved the approved the Termination of District Administrative Services Agreement.

ii. Cost Sharing Agreement (District Nos. 2 and 3):

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 approved the Cost Sharing Agreement.

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 Cost Sharing Agreement.

iii. Agreement Regarding Maintenance Fees (District Nos. 2 and 3):

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 approved the Agreement Regarding Maintenance Fees.

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Cynthia Myers and, upon vote, unanimously carried, the Board of District No. 3 approved the Agreement Regarding Maintenance Fees.

District No. 1 Consent Agenda Items:

- i. Deed from District No. 1 to District No. 2 for Tracts in District No. 2
- ii. Deed from District No. 1 to District No. 3 for Tracts in District No. 3
- iii. Assignment and Assumption of Access Easement and Maintenance and Water Invoicing Agreements between District No. 1 and Century to District No. 2
- iv. Assignment and Assumption of Access Easement and Maintenance Agreement between District No. 1 and Richmond to District No. 2
- v. Resolution Terminating the Amended and Restated Resolution Concerning the Imposition of a Maintenance Fee, an Administrative Fee and a Design Review Fee
- vi. Resolution Terminating the Amended and Restated Resolution Concerning the Imposition of an Administrative Fee and a Design Review Fee
- vii. Resolution Terminating the Resolution Concerning the Imposition of a Maintenance Fee
- viii. Resolution Terminating the Resolution Concerning the Imposition of a Water Invoicing Fee
- ix. Assignment of Rights Under Protective Covenants and Restrictions of Littleton Village (District No. 2) from District No. 1 to District No. 2
- x. Assignment of Rights Under Protective Covenants of Littleton Village (District No. 2 – Parcels F, G and J) from District No. 1 to District No. 2
- xi. Assignment of Rights Under the Declaration of Covenants, Conditions and Restrictions for Littleton Village (District No. 3) from District No. 1 to District No. 3

Following review, 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 Consent Agenda Items.

District No. 2 Consent Agenda Items:

- i. Deed from District No. 1 to District No. 2 for Tracts in District No. 2
- ii. Assignment and Assumption of Access Easement and Maintenance and Water Invoicing Agreements between District No. 1 and Century to District No. 2
- iii. Assignment and Assumption of Access Easement and Maintenance Agreement between District No. 1 and Richmond to District No. 2
- iv. Assignment of Rights Under Protective Covenants and Restrictions of Littleton Village (District No. 2) from District No. 1 to District No. 2
- v. Assignment of Rights Under Protective Covenants of Littleton Village (District No. 2 – Parcels F, G and J) from District No. 1 to District No. 2
- vi. Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges
- vii. Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents
- viii. Resolution Adopting Rules and Regulations and Architectural Guidelines

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

District No. 3 Consent Agenda Items:

- i. Deed from District No. 1 to District No. 3 for Tracts in District No. 3
- ii. Assignment of Rights Under the Declaration of Covenants, Conditions and Restrictions for Littleton Village (District No. 3) from District No. 1 to District No. 3
- iii. Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents

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 Agenda Items.

Manager Items

Discuss and Consider Approving a Snow Removal Contract with Brightview for 2021 (District Nos. 1 and 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. 1 approved the Snow Removal Contract with Brightview for 2021.

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 approved Snow Removal Contract with Brightview for 2021.

Discuss and Consider Approving Trash Agreement with Waste Management for 2021 (District Nos. 1 and 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. 1 approved Trash Agreement with Waste Management for 2021.

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 approved a Trash Agreement with Waste Management for 2021.

Other:

Following discussion, the Board acknowledged the City of Littleton's intended signage for no parking on Wednesday's on the south sides of E. Hinsdale Avenue and E. Dry Creek Place for the purposes of snow and ice removal. It was noted that this is the culmination of a long discussion and evaluation for solutions on the part of the City and the District. Staff will follow up with the City to determine timing of the signage installation and communicate with the community upon commencement.

Director Items

Other:

The Board discussed basketball hoop violations and items being stored outside of fences. The Board directed CLA to provide notice to the broader community regarding changes to the Rules and Regulations regarding basketball hoops, and to follow up with notices as necessary. Additionally, the Board asked that the community be inspected for outdoor storage and enclosures that were built without ACC approval.

Discussion topics for the newsletter followed.

Other Business

None.

Executive Session

The Boards entered into Executive Session of the Boards of Directors at 7:20 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 8:08 p.m.

The Boards directed Jack Buchanan to work with the City of Littleton to determine a resolution of the E. Hinsdale Avenue street repair project.

Next Meeting

Confirm Cancellation for December 22, 2020 Regular Board Meeting


The Boards confirmed cancellation for the December 22, 2020 Regular Board Meeting.

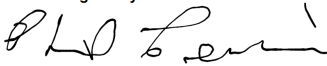
Adjournment


Upon motion and second, the District Nos. 1 and 3 Boards adjourned the meeting at 8:13 p.m.

Upon a motion and second, the District No. 2 Board adjourned the meeting at 8:13 p.m.

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

DocuSigned by:

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Secretary for the Meeting, District No. 1

DocuSigned by:

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Secretary for the Meeting, District No. 2

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Secretary for the Meeting, District No. 3