

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1 AND 3  
(THE "DISTRICTS")  
HELD  
MARCH 18, 2022

A special meeting of the Boards of Directors of the Littleton Village Metropolitan District Nos. 1 and 3 (referred to hereafter as the "Boards") was convened on Friday, March 18, 2022, at 2:30 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

##### District No. 1:

John (Jack) C. Buchanan, Jr., President  
Sherry Buchanan, Secretary

##### District No. 3:

John (Jack) C. Buchanan, Jr., President  
Sherry Buchanan, Secretary

#### Also, In Attendance Were:

Denise Denslow, Stephanie Odewumi and Richard Haggarty;  
CliftonLarsonAllen LLP ("CLA")  
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C. ("ISP")  
Dennis Bedford; BrightView Landscape Development

### ADMINISTRATIVE MATTERS

**Call to order and approval of agenda:** Ms. Denslow called the meeting to order at 2:32 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 approved the agenda as amended to include two additional items under Legal Matters.

**Disclosures of potential conflicts of interest:** 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. 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. Denslow 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

## RECORD OF PROCEEDINGS

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meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Denslow 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.

**Quorum, location of meeting and posting of meeting notice:** The Boards confirmed a quorum, the location of the meeting and the posting of the meeting notice.

**Public comment:** None.

**Minutes from the October 12, 2021 regular meeting:** Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the Minutes from the October 12, 2021 regular meeting as presented.

### CONSENT AGENDA

**Unaudited Financial Statements for the period ending December 31, 2021:** Mr. Haggarty reviewed the Financial Statements with the Boards. Director Jack Buchanan inquired about reducing maintenance fee costs and Mr. Haggarty noted that these fees were reduced by half. Following review and discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the Unaudited Financial Statements for the period ending December 31, 2021 as presented.

**2021 Audit Exemptions:** Following review, upon a motion duly made by Director Sherry Buchanan, seconded by Director Jack Buchanan and, upon vote, unanimously carried, the Boards approved the 2021 Audit Exemptions as presented.

### FINANCIAL MATTERS

**Other:** None.

### LEGAL MATTERS

**Detention pond parcel development (District No. 3):** Attorney Pogue reviewed the development's progress and items requiring finalization with the Boards. No action was taken.

**Resolution Amending the Joint Resolution of Boards of Directors Calling Election:** Attorney Pogue reviewed the Resolution with the Boards, noting that the election was cancelled but the original Resolution was approved prior to the establishment of ISP as the DEO. He stated that the Resolution required amendment due to change in DEO. Following review and discussion, upon a

## RECORD OF PROCEEDINGS

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motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the Resolution Amending the Joint Resolution of Boards of Directors Calling Election as presented.

**License Agreement for Business Signs:** Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the License Agreement for Business Signs as presented.

**Icenogle Seaver Pouge Engagement Letter:** Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards ratified the approval of the ISP Engagement Letter as presented.

MANAGER  
MATTERS

**Other:** None.

DIRECTOR  
MATTERS

**Other:** None.

OTHER BUSINESS

**Quorum for the next meeting:** A quorum for the next meeting was confirmed.

ADJOURNMENT

There being no further business to come before the Boards at this time, Ms. Denslow adjourned the meeting at 3:01 p.m.

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

Respectfully submitted,

DocuSigned by:

*Sherry Buchanan*

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Secretary for the Meeting