

**MINUTES OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE
WESTOWN METROPOLITAN DISTRICT
HELD MAY 1, 2019**

A special meeting of the Board of Directors (the “**Board**”) of the Westown Metropolitan District (the “**District**”) was held on Wednesday, May 1, 2019, at 6:00 p.m. at the West Woods Community Police Station, 6644 Kendrick Drive, Arvada, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cindy Baldwin
Chris Keddie

Directors Absent and Excused:

Robert McClure

Also In Attendance Were:

Elisabeth A. Cortese, Esq.; McGeady Becher P.C.
Danaly Howe and Anne Ilgenfritz; Centennial Consulting Group, LLC
Brenda Owings, Century Communities (for a portion)
Diane Wheeler, Simmons & Wheeler, P.C.
David A. Firmin, Managing Partner; Altitude Community Law
Deb McCartan, Brittany Bartlett and Rob Simpson, district residents
16 District residents, as referenced in the attached attendance sheet

ADMINISTRATIVE
MATTERS

Call to Order: Ms. Howe called the Special Meeting of the Westown Metropolitan District Board of Directors to order, noting that a quorum was present.

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Cortese noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. There were no disclosures of potential conflicts of interest to note.

Agenda: The Board reviewed the Agenda for the meeting and, following discussion, upon a motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board approved the Agenda as amended.

Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board determined to conduct the meeting at the above-stated date, time and location. Ms. Howe reported that notices were duly posted and that no objections to the locations or any requests that the meeting place be changed by taxpaying electors within its boundaries have been received.

Designate Acting President: The Board appointed Director Baldwin as Acting President.

Acknowledge Director Resignations: The Board acknowledged the resignations of Lisa Evans and Eric Dome effective March 1, 2019 and March 4, 2019, respectively.

Consider Appointment of Eligible Electors to fill Board Vacancies:
The Board discussed interest by eligible electors of the District to fill the Board vacancies. Residents and eligible electors, Deb McCartan, Rob Simpson, Hunter Owen, and Brittany Barnett expressed interest in serving on the Board and introduced themselves to the Board and residents in attendance for consideration of appointment. The Board determined to make a decision on the appointments at the end of the meeting.

Consider Appointment of Officers: Following discussion, upon a motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board appointed Director Baldwin as President and Director Keddie as Secretary/Treasurer.

January 23, 2019 Meeting Minutes: The Board reviewed the minutes from the January 23, 2019 regular meeting. Following discussion, upon a motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote unanimously carried, the Board approved the minutes from the January 23, 2019 regular meeting.

Public Comments: Members of the public addressed the Board on the following topics:

- Acceptable patio material.
- Short-term rentals.
- Concrete punch list with Century.
- It was noted the sidewalk to park with the gazebo is in disrepair.
- The ADA ramp by the pool is code compliant, however, residents think it is a trip hazard. Board is considering options to clearly mark the ramp.

- Homeowners noted the parking signs and parking regulations are not being followed, residents parking on corners cause low visibility, recommend speed limit signs, garages not being used for parking.
- Homeowner requested a “private residence” sign, but those were only for use during construction.
- Status of landscaping warranty.
- Homeowners wanted to know when the pocket park at Loveland St. and 65th Ave. would be completed.
- Homeowner suggested having a list of preferred vendors for residents.
- Questions regarding address numbers missing from some townhomes.
- Homeowners asked for status on certain areas containing dead grass.
- The Board was asked to extend pool hours and pool season into September.

Following discussion, upon a motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board approved the to extend the pool hours to 9:00 p.m. Discussion to extend the pool season into September was deferred.

FINANCIAL MATTERS

Approve Payment of Claims: Ms. Wheeler distributed claims through the period ending April 30, 2019 for ratification in the amount of \$99,514.04. Following discussion it was agreed to withhold payment of \$56,184.50 to Metco for snow removal pending further research into changes, upon a motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board approved the payment of claims in the total amount of \$43,329.54.

Statement of Cash Position and Unaudited Financial Statements: Ms. Wheeler presented the unaudited March 31, 2019 financial statements. Following discussion, upon a motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board accepted the March 31, 2018 unaudited financial statements.

2018 Audit:

Ms. Wheeler reviewed the draft 2018 Audit with the Board. Following discussion, upon motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried the Board approved the 2018 Audit, subject to final review by Director Baldwin and legal counsel and authorized execution the Representations Letter.

LEGAL MATTERS Design and Landscape Guidelines: The Board reviewed the proposed revisions to the Design and Landscape Guidelines of Westtown. Attorney David Firmin led a discussion on revisions to the Design and Landscape Guidelines. Following discussion, upon motion duly made by Director Keddie, seconded by Director Baldwin and, upon vote, unanimously carried, the Board ratified adoption of Resolution No. 2019-01-01. Adopting the Design and Landscape Guidelines for Westtown, subject to revisions discussed.

Master Service Agreement for Engineering Services: The Board reviewed and considered for approval the Master Service Agreement for Engineering Services with Independent District Engineering Services, LLC (“IDES”). Following discussion, upon motion duly made by Director Baldwin, seconded by Director Keddie and, upon vote, unanimously carried, the Board approved the Master Agreement for Engineering Services with IDES.

Task Order Nos. 1 and 2: The Board reviewed Task Order Nos. 1 and 2 under the Master Service Agreement with IDES. Following discussion, upon motion duly made by Director Baldwin, seconded by Director Keddie and upon vote, unanimously carried, the Board approved Task Order No. 1 and Task Order No. 2 with IDES.

Infrastructure Acquisition Report and acquisition of certain public improvements: Attorney Cortese discussed the status of the Infrastructure Acquisition Report from IDES regarding acquisition of the monument sign and reported that IDES is reviewing the necessary documents.

Assignment and Assumption Agreement of Revocable Encroachment License from Park 5th Avenue Development Co., LLC: Discussion deferred.

Conveyance of monument sign and Bill of Sale from Park 5th Avenue Development Co, LLC: Discussion deferred.

OPERATIONS &
MAINTENANCE

Fence Damage: The Board discussed damage to District fencing at the monument sign from a vehicle. The Board directed the District Manager to contact insurance regarding the deductible amount and to get proposals to repair. Century Communities is to repair the perimeter fence by the retention easement which was damaged during construction.

Map for Snow Removal Services: The Board reviewed and acknowledged the updated map exhibit for the snow removal Service Agreement.

Proposals for Pool Maintenance: The Board discussed the proposals for pool maintenance from Patriot Pools and Spa, LLC, Action Pool Services, and Pool Doctor, LLC. After discussion, the Board authorized Director Keddie to select the service provider following further review of the proposals.

Proposals for Landscaping and Snow Removal: The District is waiting on snow removal and landscaping bids. Action deferred.

Status of Reserve Study: Century Communities offered to pay for the District's reserve study if the Board used Solutions Before Solutions After, Inc. (SBSA) for services. Following discussion, upon motion duly made by Director Keddie, seconded by Director Baldwin and, upon vote, unanimously carried, the Board accepted Century's offer and approved the proposal from SBSA.

COVENANT
ENFORCEMENT

Short-term Rentals: Discussion deferred.

Dog Waste DNA Testing: The Board discussed dog waste DNA testing, however, deferred action.

Manager's Report: Ms. Ilgenfritz presented the management report to the Board, including:

- Getting Board of Directors access to login to the portal.
- Violation report and talking to residents.
Dog waste complaints and Pet Scoop dog waste count.

CONSTRUCTION

Status of Improvements: There was no update provided.

ADMINISTRATION
MATTERS
CONTINUED

Appointment of Directors: Following discussion, upon a motion duly made by Director Baldwin, seconded by Director Keddie, and upon unanimously carried the Board appointed District eligible electors, Deb McCartan and Rob Simpson, to the Board to fill two vacancies. The Oaths of Director were administered.

OTHER MATTERS

Executive Session: The Board notified those present it would need to convene in Executive Session to receive legal advice on specific legal questions regarding the notice of liability claim.

Pursuant to Section 24-6-402(4), C.R.S., upon motion duly made by Director Evans, seconded by Director Baldwin, and upon an upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in Executive Session for the purpose of receiving from the Board's attorney legal advice on specific legal questions regarding the notice of liability claim.

Furthermore, pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the Executive

Session that, in the opinion of the Board's attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in public session.

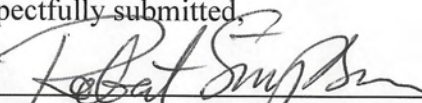
No action was taken.

ADJOURNMENT

There being no further business to come before the Board, upon a motion by Director Baldwin, seconded by Director Keddie and unanimously approved, the meeting was adjourned.

Respectfully submitted,

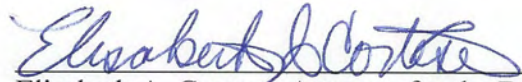
By



Secretary for the Meeting

Attorney Statement
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Westown Metropolitan District (the "District"), I attended the executive session meeting of the District convened on May 1, 2019, for the purpose of receiving legal advice on specific legal questions regarding the notice of liability claim, as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.



Elisabeth A. Cortese, Attorney for the District

Date: May 1, 2019

