

**MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF THE  
WESTOWN METROPOLITAN DISTRICT  
HELD JULY 5, 2017**

A special meeting of the Board of Directors (the “**Board**”) of the Westown Metropolitan District (the “**District**”) was held on Wednesday, July 5, 2017, at 10:00 a.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:

Jeff Powles  
Eric Dome  
Matt Wilkinson

Directors Absent and Excused Were:

Ken Rabel  
Lisa Evans

Also In Attendance Were:

Elisabeth A. Cortese, Esq.; McGeady Becher P.C.  
Diane K. Wheeler, District Accountant, Simmons & Wheeler, P.C.  
Tisha Higgins and Danaly Howe; Centennial Consulting Group, LLC

ADMINISTRATIVE  
MATTERS

Call to Order: Director Dome called the special meeting to order.

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, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Cortese noted that all Directors’ Disclosure Statements had been filed by the statutory deadline.

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

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 Powles, seconded by Director Dome, upon vote, unanimously carried, the Board determined that because there was not a suitable location within its boundaries to conduct the meeting, it was 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.

March 22, 2017 Meeting Minutes: The Board reviewed the minutes from the March 22, 2017 special meeting. Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote unanimously carried, the Board approved the minutes from the March 22, 2017 special meeting.

Public Comment: There was no public comment.

#### FINANCIAL MATTERS

Ratify and Approve Payment of Claims: Ms. Howe distributed claims through the period ending June 8, 2017 for ratification, and the period ending July 3, 2017 for approval. Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board ratified the payment of claims in the amount of \$22,966.61 and approved the payment claims in the amount of \$930.00.

Statement of Cash Position and Unaudited Financial Statements: The March 31, 2017 Unaudited Financial Statements and Cash Position were presented to the Board by Ms. Wheeler.

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board accepted the Cash Position and March 31, 2017 unaudited financial statements, as presented.

2018 Budget Hearing and Preparation: The Board discussed preparations and planning for the 2018 Budget and its Hearing. The Board confirmed the budget hearing would take place at the meeting to be held on Wednesday, October 25, 2017.

#### LEGAL MATTERS

2017 Operation Funding Agreement: The Board discussed and considered approving the 2017 Operational Funding Agreement between the District and Park 5<sup>th</sup> Avenue Development Co., LLC. Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the 2017 Operation Funding Agreement.

Second Amended and Restated Service Plan: Attorney Cortese reported that the Second Amended and Restated Service Plan was approved by the City of Arvada on May 15, 2017. It was reported that no homeowner comments were received prior to the filing and approval of the Second Amended and Restated Service Plan.

Second Amended and Restated Intergovernmental Agreement: The Board discussed the Amended and Restated Intergovernmental Agreement between the City of Arvada and the District. Upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Second Amended and Restated Intergovernmental Agreement.

Monument Sign: The Board discussed the status of conveyance of the monument sign to the District and determined the District will be responsible for maintaining the monument sign.

Assignment and Assumption of License Agreement: The Board discussed and considered approving the Assignment and Assumption of License Agreement by and between Farmers' High Line Canal and Reservoir Company and Park 5<sup>th</sup> Avenue Development Co., LLC from Park 5<sup>th</sup> Avenue Development Co., LLC to the District. Upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Assignment and Assumption of License Agreement subject to final legal review.

Declaration of Covenants and Restrictions: The Board reviewed and considered adopting Resolution No. 2017-07-01 Acknowledging and Adopting the Declaration of Covenant and Restrictions of Westtown. Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-07-01 Acknowledging and Adopting the Declaration of Covenants and Restrictions of Westtown.

Policies and Procedures Governing Enforcement of Protective Covenants: The Board reviewed and considered adopting Resolution No. 2017-07-02 Adopting the Policies and Procedures Governing the Enforcement of the Protective Covenants of Westtown. Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-07-02 Adopting the Policies and Procedures Governing the Enforcement of the Protective Covenants of Westtown.

Design and Landscape Guidelines: The Board reviewed and considered adopting Resolution No. 2017-07-03 Adopting the Design and Landscape Guidelines of Westtown. Following discussion, the Board elected to defer action to a future meeting to allow additional guideline items to be added and considered.

Bond Issuance and Schedule: Attorney Cortese updated the Board on the status of the anticipated Bond Issuance. No action was taken.

CONSTRUCTION  
MATTERS:

Status of Improvements: Director Powles reviewed the status of improvements with the Board. The Board reviewed the map of improvements and ownership of same. The Board discussed insurance for district-owned improvements.

OPERATIONS &  
MAINTENANCE

Change Order No. 1 to Snow Removal Service Agreement with Metco Landscape, Inc.: The Board discussed and considered approving Change Order No. 1 to the Service Agreement for Snow Removal Services between the District and Metco Landscape, Inc. to extend the term of services through May 31, 2018. Upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved Change Order No. 1 with Metco Landscape, Inc.

Change Order No. 1 to Trash and Recycling Service Agreement with Republic Services, Inc.: The Board discussed and considered approving Change Order No. 1 to the Service Agreement for Trash and Recycling Services between the District and Republic Services, Inc. to extend the term of services through October, 2018. Upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Change Order No. 1.

Discussion of Pool Maintenance and Services needed: The Board discussed future pool maintenance and services needed following completion of the pool facility.


Covenant Enforcement Update. Ms. Howe reported on the status of covenant violations.

OTHER MATTERS: None

ADJOURNMENT

There being no further business to come before the meeting was adjourned.

Respectfully submitted,

By   
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL JULY 5, 2017  
SPECIAL MEETING MINUTES OF THE WESTOWN METROPOLITAN  
DISTRICT BY THE MEMBERS OF THE BOARD OF DIRECTORS  
SIGNING BELOW:



Eric Dome



Jeff Powles

Ken Rabel

Lisa Evans



Matt Wilkinson