

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
WESTOWN METROPOLITAN DISTRICT (THE “DISTRICT”)  
HELD  
AUGUST 17, 2022

A Regular Meeting of the Board of Directors of the Westown Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, August 17, 2022, at 6:04 p.m. This District Board Meeting was held via Zoom. The meeting was open to the public via Zoom.

### **ATTENDANCE**

#### **Directors In Attendance Were:**

Cindy Baldwin, President  
Barbara Greene, Treasurer

#### **Also, In Attendance Were:**

Suzanne Meintzer, Esq. and Lisa A. Jacoby; McGeady Becher P.C.  
Jerry Jacobs, Brittany Barnett and Corey Pilato; Timberline District Consulting, LLC (“Timberline”)  
Diane Wheeler; Simmons & Wheeler, P.C.  
Marissa LoNigro; Member of the Public

### **DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST AND QUORUM**

Ms. Jacoby noted a quorum was present. 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.

Ms. Jacoby requested members of the Board 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 statute. No potential conflicts of interest were disclosed and it was noted that all Directors are residents of the District.

### **ADMINISTRATIVE MATTERS**

**Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board approved the Agenda.

**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 Greene, and upon vote unanimously carried, the Board determined to conduct this meeting via Zoom videoconference and encouraged public participation via Zoom. The Board noted that notice of this meeting and Zoom

meeting information was duly posted and the Board had not received any objections to the Zoom meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

**Public Comment:** Ms. LoNigro thanked the Board for their service and expressed that she loved living in the community. Ms. LoNigro stated she felt the condominium residents and owners were not receiving notice of the District Board Meetings. Attorney Meintzer explained the statutory requirements for notice posting. It was confirmed by Ms. Pilato that posting of the Notice and Agenda had occurred on the District's website 7 days in advance of the meeting and that the Notice and Agenda is also provided to the management company for the Westtown Condominium Association, Inc. (the "HOA") for distribution via email to the HOA members.

**May 18, 2022 Regular Meeting Minutes:** The Board reviewed the Minutes of the May 18, 2022 Regular Meeting. Following review, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board approved the Minutes as presented.

**Vacancies and Appointment to the Board of Directors:** The Board discussed the vacancies on the Board, noting that there is only one more Regular meeting in 2022 prior to the regular directors' election scheduled for May 2023. Following discussion, the Board authorized Timberline staff to generate an application/questionnaire for residents interested in being appointed to the Board of Directors between election cycles. It was determined there were no known District eligible electors interested in serving at this time.

**Creation of Social Committee and Landscape Committee:** Discussion ensued regarding the creation of a Social Committee (to include Pool matters) and rules for the Social Committee, as well as a Landscape Committee. The Board authorized Timberline staff to prepare rules for the Social Committee for consideration by the Board. Further, the Board authorized Timberline staff to prepare a notice soliciting interest for serving on the Social Committee or Landscape Committee, for the Board's consideration, prior to distribution via the community newsletter.

## **FINANCIAL MATTERS**

**Claims:** Ms. Wheeler reviewed with the Board the payment of claims for the period ending August 12, 2022, totaling \$166,078.08.

Following discussion, upon motion duly made by Director Greene, seconded by Director Baldwin, and upon vote unanimously carried, the Board ratified and approved, as appropriate, the payment of claims for the period ending August 12, 2022, totaling \$166,078.08.

**Unaudited Financial Statement:** Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending June 30, 2022.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending June 30, 2022.

The Board authorized adding Director Greene to Bill.com with authority to review and approve invoices for payment. Timberline staff noted they would work with Ms. Wheeler on the 2023 draft Budget.

**PROPERTY  
MANAGEMENT /  
COVENANT  
ENFORCEMENT  
MATTERS CONT'D**

**Policies and Procedures Governing the Enforcement of the Protective Covenants of Westtown (pursuant to Resolution No. 2017-07-02) and Design Guidelines (pursuant to Resolution No. 2019-01-01):** Ms. Pilato addressed the Board regarding the recent updates to the Design Guidelines, stating that she had received comments from Directors Baldwin and Director Greene and that Altitude Community Law had reviewed the suggested revisions.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board adopted Resolution No. 2022-08-01; Resolution Adopting Amended Design and Landscape Guidelines.

**LEGAL MATTERS**

**Concrete Repairs Performed by DACS Corp (“DACS”):** It was noted that DACS’ work has been completed.

Director Baldwin reported that a new resident had approached her regarding a potential concrete trip and fall hazard at the entry to her residence. Ms. Pilato noted that she would assess the area during her next site visit to confirm if the area is District property. The Board authorized Timberline staff to engage a contractor to grind the concrete edge down to provide safe passage to the property, following positive identification that the hazard is located on District property.

**Request for Proposal/Bidding Process and Landscape/Snow Removal Services:** The Board discussed landscape and snow removal services provided by Keesen Landscape Management, Inc. (“Keesen”) and noted the need for increased oversight of Keesen by Timberline staff to ensure services are being provided in accordance with contract terms.

The Board reviewed the Keesen landscape maintenance proposal distributed by Ms. Pilato and discussed snow removal services (no snow removal proposal was provided). Director Baldwin suggested a revision to the landscape maintenance proposal for “Winter Pruning” to be “Fall Pruning”, and for a deadline of Thanksgiving for pruning to be added to the landscaping scope of work. It was noted that a property walkthrough with Director Baldwin, Timberline staff and Keesen was upcoming, at which time concerns with Keesen’s performance could further be addressed.

