

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE WESTOWN METROPOLITAN DISTRICT (THE "DISTRICT") HELD MAY 26, 2021

A Special Meeting of the Board of Directors of the Westown Metropolitan District (referred to hereafter as the "Board") was convened on Wednesday, May 26, 2021, at 6:00 p.m. Due to concerns relating to the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting was held via teleconference and Zoom. The meeting was open to the public.

Directors in Attendance Were:

Cindy Baldwin
Ashley Copenhaver
Rajeswary ("Rajes") Iruthayanathan

Also, In Attendance Were:

Peggy Ripko and Jeremy Sandoval; Special District Management Services, Inc. ("SDMS")

Elisabeth A. Cortese, Esq. and Suzanne Meintzer, Esq.; McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Hilary A., Pam Benigno, Natalia Blackie, Gary Esposito, Harry Walters and Cammon; Residents

**ADMINISTRATIVE
MATTERS**

Disclosure 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. Ms. Ripko 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. Director Copenhaver disclosed that she is a member of the Board of the Westown Community Association. No other potential conflicts of interest were disclosed.

Quorum, Location/Manner of Meeting, Posting of Meeting Notices: It was

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noted that a quorum was present. 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, upon motion duly made by Director Iruthayanathan, seconded by Director Baldwin and, upon vote, unanimously carried, the Board determined that, due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the meeting would be held by video/telephonic means with no individuals (neither District representatives nor the general public) attending in person. Ms. Ripko reported that notice was duly posted and that no objections to the video/telephonic manner of the meeting or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

Minutes: The Board reviewed the Minutes of the February 24, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Iruthayanathan and, upon vote, unanimously carried, the Board approved the Minutes of the February 24, 2021 Special Meeting.

PUBLIC COMMENTS

There were no public comments at this time.

FINANCIAL MATTERS

Claims: The Board deferred discussion.

Unaudited Financial Statements and Schedule of Cash Position: Ms. Wheeler presented to the Board the Unaudited Financial Statements for the period ending March 31, 2021.

Following discussion, upon motion duly made by Director Iruthayanathan, seconded by Director Baldwin and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements for the period ending March 31, 2021.

2020 Audit: Mr. Wheeler reviewed with the Board the draft 2020 Audit.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Iruthayanathan, and upon vote unanimously carried, the Board approved the 2020 Audit, subject to final legal review and authorized execution of the Representations Letter.

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LEGAL MATTERS

Cost Certification and Infrastructure Acquisition report by Independent District Engineering Services, LLC (“IDES”), and related Assignment of Revocable License Agreement between the District and Park 5th Avenue Development Co., LLC (collectively, the “Acquisition Items”): The Board entered into discussion regarding the status of the Cost Certification and Infrastructure Acquisition report by IDES, and related Assignment of Revocable License Agreement between the District and Park 5th Avenue Development Co., LLC (collectively, the “Acquisition Items”).

Attorney Cortese reported that Century Communities has agreed (based upon a previous bid received) to provide approximately \$4,000 in funding towards concrete for a drainage issue in connection with the resolution of certain additional cement repairs and the District’s anticipated acceptance of certain public improvements. The District will solicit further bids.

Following discussion, the Board approved the formation of a Drainage Committee consisting of Directors Baldwin and Iruthayanathan, to work in-between meetings and authorized the Drainage Committee to determine the engagement of a contractor, finalize an agreement and for the President to execute an Agreement with the contractor selected.

Following discussion, the Board approved the formation of a Concrete Committee consisting of Directors Baldwin and Copenhaver to work in-between meetings and authorized the Concrete Committee to determine the engagement of a contractor, finalize an agreement and for the President to execute an Agreement with the contractor selected.

The Board determined that an Executive Session was not necessary.

Lawsuit Captioned as: Amanda Summers v. Westown Metropolitan District, Case No. 2020cv31387, District Court, Jefferson County, Colorado: Attorney Cortese stated that there was no update at this time. The Board determined that an Executive Session was not necessary and deferred discussion.

Proposals for District Management / Community Management Services from Special District Management Services, Inc., Timberline District Consulting, LLC, and RedHawk Consulting LLC: The Board determined to schedule interviews with the above consultants at a to-be-determined Special Meeting and directed counsel to schedule interviews with each candidate to be conducted at a

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noticed Special Meeting.

OPERATION AND MAINTENANCE MATTERS

Estimate from Full Spectrum Lighting for Light Repair: The Board reviewed an estimate from Full Spectrum Lighting for light repair.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Copenhaver and, upon vote, unanimously carried, the Board ratified approval of the estimate from Full Spectrum Lighting for light repair.

Keesen Landscape Management, Inc Work Order No. 58583 for Building 15526 Drainage (for the amount of \$3,779.82): The Board deferred discussion.

Keesen Landscape Management, Inc. Proposal for Overseeding Areas (for the amount of \$817.87): The Board deferred discussion.

Foothills Facilities Maintenance, LLC Service Agreement for Pool Maintenance: The Board reviewed the Service Agreement. Following discussion, upon motion duly made by Director Baldwin, seconded by Director Copenhaver and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Pool Maintenance with Foothills Facilities Maintenance, LLC.

Picnic Tables: The Board entered into discussion regarding the picnic tables in the District noting that they were apparently broken by kids jumping on them. It was noted the picnic tables are currently under the ownership of Century Communities.

Following discussion, upon motion duly made by Director Copenhaver, seconded by Director Baldwin and, upon vote, unanimously carried, the Board approved the formation of a Picnic Table Committee consisting of Directors Baldwin and Iruthayanathan to work in-between meetings and authorized the Picnic Table Committee to select the tables for purchase order approval.

Website: Ms. Ripko reported that the website was active. The Board directed Ms. Ripko to distribute the website address to the residents.

COVENANT ENFORCEMENT

Community Garage Sales and Pool Opening: The Board entered into discussion regarding a community garage sale and pool opening.

It was noted that resident Natalia Blakie, was organizing a community garage sale with a proposed date of July 16th. It was reported that the Pool opening is

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scheduled for Friday, May 28th. Key fobs have been and continue to be distributed, with an email blast providing information on how to obtain key fobs having been transmitted.

Rules and Regulations Regarding Reservation of District Amenities: The Board determined not to draft Rules and Regulation for Reservations for District amenities at this time.

Awnings and the District Design Guidelines: The Board entered into discussion regarding selection of a few options for awnings that do not require pre-approval from the Architectural Review Committee (“ARC”).

Following discussion, the Board approved the formation of an Awnings Committee consisting of Directors Baldwin and Iruthayanathan to work in-between meetings and authorized the Awnings Committee to select awnings to be designated as pre-approved awnings and directed counsel to amend the District Design Guidelines accordingly once the selections have been made.

OTHER BUSINESS

Ms. Ripko updated the Board on the Operations and Maintenance (“O&M”) map noting that she hopes to present it at the next Board Meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, seconded and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By *Hunter Owen*
Secretary for the Meeting