

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
WESTOWN METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
MAY 17, 2023

A Regular Meeting of the Board of Directors (referred to hereafter as the “Board”) of the Westown Metropolitan District was convened on Wednesday, May 17, 2023, at 6:00 p.m. This Meeting was held via Zoom video teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Cindy Baldwin, President

Also, In Attendance Were:

Suzanne Meintzer, Esq. and Lisa A. Jacoby; McGeady Becher P.C.

Jerry Jacobs and Corey Pilato; Timberline District Consulting, LLC (“Timberline”)

Diane Wheeler; Simmons & Wheeler, P.C.

Pam Beningo, Bruce and Rae Anne Nelson; Members 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.

No potential conflicts of interest were disclosed, and it was noted that Directors are residents of the District.

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made and seconded by Director Baldwin, the Board approved the Agenda, as amended.

Meeting Location: The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting.

Upon motion duly made and seconded by Director Baldwin, the Board determined to conduct this meeting via Zoom video teleconference and encouraged public participation via Zoom. The Board noted that notice of this meeting and Zoom meeting information was duly posted and that 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.

Results of the May 2, 2023 Election: Ms. Jacoby reported that the election was cancelled, as allowed under Colorado law, by the Designated Election Official

because there were not more candidates than available positions. Director Baldwin was re-elected to a 4-year term ending May, 2027.

Candidate Questionnaire: Ms. Pilato reported that no completed Candidate Questionnaires have been returned for consideration of a candidate for appointment to the Board. Following discussion, the Board authorized distribution in June of the Board Member Solicitation and Questionnaire, as amended.

Then, Ms. Beningo expressed an interest in serving on the Board. Following discussion, Director Baldwin noted she would follow up with Ms. Beningo to further discuss her interest in serving on the Board and the time commitment required.

Appointment of Officers: Upon motion duly made and seconded by Director Baldwin, the Board appointed the following slate of officers:

President/Treasurer: Cindy Baldwin
Secretary: Lisa A. Jacoby (non-elected)

Public Comment: Mr. Bruce Nelson and Ms. Rae Anne Nelson addressed the Board regarding replacement of dead bushes, dandelion control and concrete stoop settlement. Ms. Pam Beningo also addressed the Board regarding concrete settlement. Director Baldwin responded to the dead bush concerns and dandelion matters. Ms. Pilato noted that the District was monitoring several areas for concrete settlement and that she would follow up regarding the specific concrete settlement concerns expressed.

Discussion ensued regarding concerns related to mill levies and the potential for increased taxes due to increased assessed valuations. Because of the complicated and changeable nature of assessed valuations due to new legislation affecting the assessment ratio and mill levies from one year to the next, the Board and consultants offered to speak outside of a Board meeting with those who expressed an interest.

February 15, 2023 Regular Meeting Minutes: Upon motion duly made and seconded by Director Baldwin, the Board approved the Minutes as presented.

FINANCIAL MATTERS

Claims: Ms. Wheeler reviewed with the Board the payment of claims for the period ending May 16, 2023, totaling \$87,839.44.

Upon motion duly made and seconded by Director Baldwin, the Board ratified and or approved, as appropriate, the payment of claims for the period ending May 16, 2023, totaling \$87,839.44.

Unaudited Financial Statements: Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending March 31, 2023. There was no statement of cash position presented.

The Board determined to defer acceptance of the March 31, 2023 unaudited financial statements.

2022 Audit: Ms. Wheeler reviewed the draft 2022 Audit with the Board. Upon motion duly made and seconded by Director Baldwin, the Board approved the 2022 Audit, subject to final legal review, and authorized execution of the Representation Letter.

**COMMUNITY
MANAGEMENT /
COVENANT
ENFORCEMENT
MATTERS**

Committee Matters:

Committee Rules and Regulations related to Landscaping, Social and Finance Committees: Director Baldwin noted that she was satisfied with the most recent version of the Committee Rules and Regulations and Ms. Pilato was directed to finalize; to post to the District's website and to solicit via an email blast, interested members for the Landscaping, Social and Finance Committees.

Snow Removal and Landscape Matters:

High Plains Landscape & Water Systems, LLC Service Agreements: Upon motion duly made and seconded by Director Baldwin, the Board ratified approval of the High Plains Landscape & Water Systems, LLC Service Agreements for Snow Maintenance and for Landscape Maintenance services for the 2023/2024 season (inclusive of Dog station and Winter Watering Services).

Landscape Enhancement Proposal #s. 2023-7 and 2023-5: The Board reviewed Proposal #2023-7 for revitalization of the north pocket park breeze area pathway and Proposal #2023-5 for revitalization of front entry plant beds.

Upon motion duly made and seconded by Director Baldwin, the Board approved Proposal #2023-7 for revitalization of the north pocket park breeze area pathway for an amount of \$3,504.20 and Proposal #2023-5 for revitalization of the front entry plant beds for an amount of \$8,437.96.

Alleyway Concrete Repair: Ms. Pilato presented proposals from Contractor Solutions and from DACS for alleyway concrete repair.

Upon motion duly made by Director Baldwin, the Board approved the DACS Proposal for alleyway concrete repair, inclusive of miscellaneous warranty repair at other locations, in the amount of \$4,125.00.

Rubber Mulch for Playground: Ms. Pilato presented several proposals and a yearly cost breakdown analysis for rubber mulch for the playground.

Following discussion, it was determined that more information was required to make a decision. Following receipt of more information, Director Baldwin was authorized to work with Timberline to select a contractor/company to supply/install rubber mulch at the playground.

Community Pool Opening: Ms. Pilato reported that the pool opening was scheduled to take place on May 29, 2023, with a food truck also scheduled. It was noted that one camera under warranty was being serviced and a reminder regarding Pool Rules and Regulations would be distributed via an email blast to the community, prior to pool opening.

Cost Analysis related to Imposition of Fees, Rates and Charges for Potable Water Service: Ms. Pilato provided an update noting that a full year's analysis had been completed and that no increase to the Potable Water Rate was necessary at this time; however, re-analysis would occur each year.

Installation of Signage related to Icy Conditions: Ms. Pilato reported that the signage was ready for installation and would occur closer to fall after the summer activities settle down.

Covenant Violation Report:

Delinquent Accounts Referred to Covenant Enforcement Counsel: Ms. Pilato reported that one account was recently referred to Covenant Enforcement Counsel and that a lawsuit for recovery of unpaid fees has been initiated.

Monument Sign and Tree Damage Insurance Claim: Mr. Jacobs reported that the insurance claim against the driver was in process and that he had received a bid for repairs, in the amount of \$52,000.

Discussion ensued regarding coordination of repairs to the monument to occur in two phases, given the approval earlier in the meeting of the landscape enhancements to be installed at this location. Following discussion, the Board determined to install the enhancements in two phases to avoid conflict the monument sign repairs.

Alley Lighting: Discussion ensued regarding evening illumination of alley lighting. It was noted that a small percentage of alley lights were not illuminated during the evening hours, posing a potential safety hazard to the District's residents and property. Following discussion, Attorney Meintzer directed Timberline to work with Covenant Enforcement Counsel on appropriate

wording for amendment to the Design Guidelines to include a policy regarding illumination of alley lighting during evening hours.

LEGAL MATTERS

First Amendment to Resolution No. 2015-02-10 Regarding Colorado Open Records Act Requests: Upon motion duly made and seconded by Director Baldwin, the Board adopted the First Amendment to Resolution No. 2015-02-10, updating the Official Custodian of records to be Timberline District Consulting, LLC; 25633 Roxana Pointe Drive, Evergreen, CO 80439, 720-515-6511.

Cost Sharing and Reimbursement Agreement between the District and the Westown Condominium Association, Inc. (the "HOA") (the "Agreement"): Attorney Meintzer reported that following analysis, the consultants recommend not to amend the Cost Sharing Agreement.

Executive Session pursuant to Sections 24-6-402(4)(b) and (e), C.R.S. to receive legal advice regarding negotiations related to the Cost Sharing and Reimbursement Agreement between the District and the HOA: Pursuant to 24-6-402(4)(b) and (e) of the Colorado Revised Statutes, upon motion duly made by Director Baldwin, the Board convened in executive session at approximately 7:35 p.m. for the purpose of receiving legal advice from the District's attorney on specific legal questions as authorized by Section 24-6-402(4)(b), C.R.S., regarding strategy for negotiations related to the Cost Sharing and Reimbursement Agreement between the District and the HOA.

Furthermore, pursuant to 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of those portions of the executive session that, in the opinion of the District's counsel, constitutes privileged attorney-client communication pursuant to 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 7:50 p.m. The Board acknowledged and adopted the consultants' recommendation not to amend the Cost Sharing Agreement at this time.

OTHER BUSINESS

Director Comments: None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon vote unanimously carried, the Board adjourned.

Respectfully submitted,

By *Lisa Jacoby*
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 17, 2023, for the purpose of receiving legal advice on specific legal questions regarding legal strategy for negotiations related to the Cost Sharing and Reimbursement Agreement between the District and Westown Condominium Association, Inc., as authorized by Section 24-6-402(4)(b) and (e), 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) and (e), 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.



Suzanne Meintzer, Attorney for the District

Date: May 17, 2023

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22:49:40 UTC

The document has been completed.