

## 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  
MAY 18, 2022

A Regular Meeting of the Board of Directors of the Westown Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, May 18, 2022, at 6:17 p.m. This District Board Meeting was held via Zoom. The meeting was open to the public.

### **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 and Corey Pilato; Timberline District Consulting, LLC (“Timberline”)  
Diane Wheeler; Simmons & Wheeler, P.C.  
Pam Beningo; 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.

**May 3, 2022 Election:** Ms. Jacoby noted for the Board that the May 3, 2022 Director's election was cancelled, as allowed under Colorado law by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Barbara Greene was elected by acclamation to a 1-year term ending May, 2023.

**Vacancies and Consideration of Appointment to the Board of Directors:** The Board discussed the vacancies on the Board and determined there were no known District eligible electors interested in serving at this time.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the following slate of officers was appointed:

President	Cindy Baldwin
Treasurer	Barbara Greene
Secretary	Lisa A. Jacoby

**Public Comment:** Ms. Beningo addressed the Board stating that she loved the community and thanked the Board for their service. Ms. Beningo expressed her desire for Board Meetings to revert back to being held in person, rather than virtually. Further, Ms. Beningo stated that posting of the agenda 24-hours in advance of the meeting was not enough notice, and she requested the Board consider sending an email blast; reconsider its public comment policy and additionally requested the community be reminded that garages are not to be used for purposes other than parking cars.

**February 16, 2022 Regular Meeting Minutes:** The Board reviewed the Minutes of the February 16, 2022 Regular Meeting. Following review and discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board approved the Minutes as presented.

## **FINANCIAL MATTERS**

**2021 Audited Financial Statements:** Ms. Wheeler reviewed with the Board the 2021 Audited Financial Statements.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board approved the 2021 Audited Financial Statements, subject to final legal review and authorized the execution of the Representations Letter.

**Claims:** Ms. Wheeler reviewed with the Board the payment of claims for the period ending May 18, 2022, totaling \$146,364.34.

Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board ratified and approved, as appropriate, the payment of claims for the period ending May 18, 2022, totaling \$146,364.34.

**Unaudited Financial Statements and Cash Position:** Ms. Wheeler reviewed with the Board the unaudited financial statements and cash position for the period ending March 31, 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 and cash position for the period ending March 31, 2022.

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

**Snow Removal Services for 2022/2023 Season:** Discussion ensued regarding the snow removal services being provided by Keesen Landscape Management, Inc. (“Keesen”). Following discussion, the Board directed Timberline staff to provide more oversight and coordination of Keesen’s activities/services.

**Pool Security and Access:** Ms. Pilato reported that new pool access fobs would be distributed to the community beginning May 19, 2022, and that the community would be told that the old fobs will be deactivated such that the old fobs could be disposed of, or returned to Timberline for Timberline to dispose of them. The Board further noted that the pool camera system’s setting would notify Timberline of any after-hours activity.

**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 stated that she had received comments on the Design Guidelines from Director Baldwin; however, Director Greene had not had an opportunity to review. Ms. Pilato noted that she would send the Design Guidelines on to Altitude Community Law once comments had been compiled from Director Greene.

Ms. Pilato noted that potential amendments to Policies and Procedures Governing the Enforcement of the Protective Covenants were still being compiled.

**Parking Matters:** Mr. Jacobs noted that to the best of his knowledge, nothing more is required at this time related to the Parking Map and potential amendments to the Parking Rules and Regulations.

**LEGAL MATTERS**

**Public Bid for Walkway Concrete Repairs (“Concrete Repair and Replacement project”):** Attorney Meintzer and Mr. Jacobs provided a brief

summary related to the Request for Proposal (“RFP”) for the Concrete Repair and Replacement project and the amount that Park 5<sup>th</sup> Avenue Development Company, LLC (the “Developer”) agreed to contribute to the project pursuant to the Letter Agreement by and between the District and the Developer.

Recommendation of Selection Committee: Mr. Jacobs and Ms. Pilato discussed the RFP process for the Concrete Repair and Replacement project and noted that DACS Corp. was the sole responder. Following discussion, the Committee recommended that the District retain DACS Corp., d/b/a DACS, for the concrete repair services.

Notice of Award of Construction Contract and Notice to Proceed: Following discussion, upon motion duly made by Director Baldwin, seconded by Director Greene, and upon vote unanimously carried, the Board authorized the Notice of Award of Construction Contract and Notice to Proceed to DACS Corp., d/b/a DACS, for the concrete repair services.

Ms. Pilato discussed coordination of a walk through with a DACS representative prior to construction and provided the schedule for construction. It was noted that the concrete work is anticipated to commence on or around June 6, 2022 and anticipated to be complete on or around July 12, 2022. The Board requested Ms. Pilato prepare an email blast to the community informing of the upcoming work and schedule.

**Amanda Summers v. Westown Metropolitan District, Case No. 2020cv31387 (the “Summers Lawsuit”):** Attorney Meintzer provided a summary of the status of the Summers Lawsuit.

Executive Session Pursuant to Sections 24-6-402(4)(b), C.R.S. to received legal advice related to the Summers Lawsuit: It was determined that an executive session was not necessary.

**OTHER BUSINESS**

Discussion ensued regarding planning for a July community wide garage sale.

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon vote unanimously carried, the Board adjourned at 7:33 p.m.

Respectfully submitted,

By *Lisa Jacoby*  
Secretary for the Meeting