

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1 & 2
HELD
APRIL 28, 2020

A special meeting of the Board of Directors of the Littleton Village Metropolitan District Nos. 1 & 2 was held on April 28, 2020 at 5:30 p.m. The meeting was held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and the continuing threat posed by the COVID-19 coronavirus. The meeting was open to the public.

Attendance

In attendance, via teleconferencing, were the following Directors:

Gardiner G. Hammond (District No. 1)

Phil Cernanec (District No. 2)

Holly Bundschu (District No. 2)

Michael Bolsinger (District No. 2)

Chrystia Losianovich (District No. 2)

Also in attendance, via teleconference, were:

Denise Denslow, Geol Scheirman, Thuy Dam; CliftonLarsonAllen LLP
("CLA")

Trish Harris; White Bear Ankele Tanaka & Waldron

Lynn Grover, Resident

Lynn Christensen; Resident

Lee Reiersgord; Resident

Terry Stalker; Resident

Bebe & Jim Bowlby, Residents

Matt Meyer; Culver's

Call to Order/Declaration
of Quorum/Joint Meetings

The Boards of Directors of Littleton Village MD Nos. 1 and 2 called the meeting to order at 5:32 p.m. and confirmed quorum was present.

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Director Qualifications
Conflicts of Interest /
Reaffirmation of
Disclosures

The Boards were advised that pursuant to Colorado law, certain disclosures by the Boards' members may be required prior to taking official action at the meeting. Ms. Harris reported that disclosures for those directors with potential or existing conflicts of interest were filed with the

Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Harris inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Public Comments

Ms. Christensen requested an update on District No. 3 Board status. Ms. Harris explained how individuals in District No. 3, which is primarily commercial property, can be qualified to serve on the Board of Directors of District No. 3.

Mr. Bowlby shared his concerns about control of District No. 3

Ms. Christensen inquired as to the status of sprinkler systems throughout the community and Mr. Bowlby requested the garden pump be turned on.

Approval of Consent Items

Review and Consider Approval of March 24, 2020 Special Board Meeting Minutes (District Nos. 1 & 2)

Following review, upon a motion duly made by Director Hammond and, upon vote, unanimously carried, the Board of District No. 1 approved the Consent Items for District No. 1.

Following review, upon a motion duly made by Director Cernanec, seconded by Director Losianovich and, upon vote, unanimously carried, the Board of District No. 2 approved the Consent Items for District No. 2.

Financial Items

Review, Ratify and Approval of Claims (District No. 1)

Ms. Dam presented the claims to the Board.

Following review, upon a motion duly made by Director Hammond and, upon vote, unanimously carried, the Board of District No. 1 approved the District No. 1 claims, as presented.

Review and Acceptance of Current Cash Position, Property Taxes and Developer funding (District Nos. 1 & 2)

Ms. Dam reviewed the cash position, property taxes and developer funding with the Boards.

Following review, upon a motion duly made by Director Hammond and, upon vote, unanimously carried, the Board of District No. 1 approved the cash position for District No. 1, as presented.

Following review, upon a motion duly made by Director Bundschu, seconded by Director Cernanec and, upon vote, unanimously carried, the Board of District No. 2 approved the cash position for District No. 2, as presented.

Other

Discussion ensued regarding the District No. 3 Maintenance Fee, current PIF and valuation for Starbucks. No update was available at the time of the meeting.

Manager Items

Review and Consider Approval of Irrigation Proposals

The Boards discussed repairing versus replacing sprinkler valves throughout the community, with hopes of reducing some of the costs.

Update on Street Settlement Issue

Mr. Scheirman provided an update on the street settlement issue to the Board, noting CLA has reached out to the City of Littleton for pricing to repair. Discussion ensued regarding the responsibility of the needed street repairs.

Landscaping Discussion

Following discussion, upon a motion duly made Hammond and, unanimously carried, the Board of District No. 1 approved the BrightView proposal for irrigation repairs, with a not-to-exceed of \$1,500.

Update on Violations

Discussion ensued regarding the current status and process for community violation letters. Director Bolsinger and Director Cernanec stated their approval for an aggressive approach to monitoring and notifying residents of violations within the community.

Other

Ms. Bundschu inquired as to whether current signage in the parks, regarding social distancing, were sufficient. No further action was given at this time.

Legal Items

Other

Discussion ensued regarding separation of the Districts. Ms. Harris informed the Boards that separation is on hold pending determination of whether the cost of pursuing the separation has been budgeted or can be paid for at this time..

Director Items

Discussion of Board Membership

CLA reported that notice of the vacancy on the District No. 2 has been posted on the Districts' website. Only one letter of interest has been received. Director Cernanec requested that resumes and interviews be required of any interested parties.

Other

None.

Other Business

The Board inquired as to where the Dog Park fountain drains. CLA will work with BrightView to mitigate water in the Dog Park area.

Discussion ensued regarding the community newsletter. The Newsletter Committee has been terminated; however, the Board of District no. 2 has requested that CLA continue to create and distribute a community newsletter on a seasonal basis.

Following discussion, upon a motion duly made by Director Cernanec, seconded by Director Bolsinger and, upon vote, unanimously carried, the Board approved CLA to create and distribute a community newsletter on a quarterly basis, to be distributed via email and with e-bills only.

Next Meeting

Confirm Quorum for May 26, 2020 Special Board Meeting

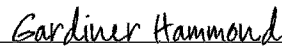
The Boards confirmed quorum for the May 26, 2020 Special Board Meeting.

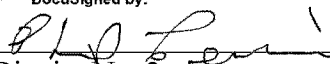
Adjournment

Upon a motion duly made by Director Hammond, the District No. 1 Board adjourned the meeting at 7:15 p.m.

Upon a motion duly made by Director Bolsinger, the District No. 2 Board adjourned the meeting at 7:15 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

DocuSigned by:

District No. 1

DocuSigned by:

District No. 2