

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NO. 2
HELD
JULY 16, 2024

A special meeting of the Board of Directors (the “Board”) of the Littleton Village Metropolitan District No. 2 (the “District”) was convened on Tuesday, July 16, 2024, at 5:30 p.m. at the Southglenn Country Club, 1489 E. Easter Avenue, Centennial, Colorado 80122 and via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance:

Jim Bowlby, Jr., President
Zach Tedeschi, Secretary
Jose Briones-Siria, Treasurer
Thomas Browning, Assistant Secretary
Matt Burton; Assistant Secretary

Also In Attendance:

AJ Beckman, Mark McGarey and Mitch Mayville; Public Alliance
Joan Fritsche, Esq.; Fritsche Law, LLC
Mike Bakarich; Morain Bakarich, CPAs
Chris Dods; BrightView
Lynn Christensen, Bebe Kleinman, Natalie Blofing, Sean McAfee, Lee Reiersgord, Richard Diebolt and MaryAnne Perkowski, Members of the Public

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Mr. Beckman called the meeting to order at 5:33 p.m.

Following review, upon a motion made by Director Browning seconded by Director Bowlby and, upon vote, unanimously carried, the Board approved the agenda, as amended.

Quorum, location of meeting and posting of meeting notices: A quorum of the Board was present, and the meeting location (Zoom) and meeting notice posting were confirmed.

Disclosures of potential conflicts of interest: None.

Appointment of Officers: Following discussion, upon a motion made by Director Tedeschi seconded by Director Bowlby and, upon vote, unanimously carried, the Board appointed Matt Burton as Assistant Secretary.

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CONSENT AGENDA

Director Bowlby discussed the numerous landscaping repairs and improvements made since the last Board meeting. The Board considered the following actions:

- Approval of the Minutes of the April 11, 2024 Regular Board Meeting and the April 16, 2024 Special Meeting.
- Ratification of approval of purchase of six Irrigation Controllers from DBC Irrigation Supply, in the amount of \$13,423.58.
- Ratification of approval of Change Order No. 3 from BrightView for Park Controller installation in the amount of \$2,275.
- Ratification of approval of Broadway Controller from DBC Irrigation Supply, in the amount of \$2,358.85.
- Ratification of approval of Broadway Controller Installation from Brightview, in the amount of \$2,275.
- Ratification of approval of Broadway Controller Electrical Repair from Brightview, in the amount of \$1,000.
- Ratification of approval of Irrigation Decoders installation from Brightview, in the amount of \$1,071.
- Ratification of approval of Valve Replacement Park Controller- DBC Irrigation Supply in the amount of \$2,663.68.
- Ratification of approval of Change Order No. 4 from BrightView for maintenance of plant material at 694 E. Hinsdale and installation of plant material at 592 E. Hinsdale, in the amount of \$1,114.07.
- Ratification of approval of Change Order No. 5 from BrightView for grub control and one tree removal in the Park, in the amount of \$910.65.
- Ratification of Change Order No. 6 from BrightView for installation of 19 Trees and one shrub, in the amount of \$23,047.09.
- Ratification of approval of Change Order No. 7 from BrightView to bury exposed irrigation line and refurbish breeze (small rocks) before the June Event, in the amount of \$5,682.95.
- Ratification of approval of Change Order No. 8 from BrightView for Sod Installation in the amount of \$943.84.
- Ratification of approval of Change Order No. 9 from BrightView to refresh mulch around East Dry Creek Avenue east of Logan Street, in the amount of \$7,714.28.
- Ratification of approval of Change Order No. 10 from BrightView for tree pruning, in the amount of \$6,878.57.
- Ratification of approval of proposal from BrightView for Sprinkler Timer Replacement, in the amount of \$2,800.36.
- Ratification of approval of proposal from BrightView for May Irrigation Repairs, in the amount of \$880.50.
- Ratification of approval of proposal from A Stump Man for thirteen stump removals, in the amount of \$845.

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- Ratification of approval of Addendum to Agreement with Republic Services for Large Container Rental and Hauling for service performed on April 17, 2024.
- Ratification of approval of Change Order No. 1 from Schedio for Graffiti removal, in the amount of \$800.

Following discussion, upon motion duly made by Director Browning, seconded by Director Tedeschi and, upon vote, unanimously carried, the Board approved and/or ratified approval of the Consent Agenda items.

FINANCIAL MATTERS

Accounts Payable dated April 16, 2024 through July 16, 2024, Cash Sheet and Property Tax Schedule: Mr. Bakarich presented the list of accounts payable. Following review and discussion, upon a motion duly made by Director Bowlby, seconded by Director Birones-Siria and, upon vote, unanimously carried, the Board ratified approval of the accounts payable dated April 16, 2024 through July 16, 2024, in the amount of \$244,473.37.

Financial Statements: Mr. Bakarich reviewed the unaudited financial statements for the period ending June 30, 2024. Following review and discussion, upon a motion duly made by Director Bowlby, seconded by Director Burtron and, upon vote, unanimously carried, the Board approved the unaudited financial statements for the period ending June 30, 2024.

2023 Audit Extension: Mr. Bakarich reviewed the request for extension of time to file 2023 Audit with the Board.

Following discussion, upon a motion duly made by Director Bowlby seconded by Director Browning and, upon vote unanimously carried, the Board approved the request for extension of time to file 2023 Audit.

MANAGEMENT MATTERS

Manager Report: Mr. McGarey reviewed the Manager's Report with the Board (attached hereto and incorporated herein by this reference).

A member of the public commented on the outdoor lighting for alley locations. Discussion ensued regarding the difficulty replacing bulbs due to the complicated lighting fixture design. The Board directed Public Alliance to send an eblast to residents regarding the ownership responsibility for such light fixtures and the need to replace burned out bulbs.

Follow up items from Prior Board Meetings:

Grant Funding Opportunities: Mr. Beckman reported that the District has taken advantage of two separate grants offered by the City of Littleton in the amount of \$500 each, for community engagement events.

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Dog Park Gate Latch Repairs: Mr. Beckman reported that repairs performed by BrightView earlier this year did not hold. The gate latch is again broken, however repairs are scheduled to be performed by Schedio Group in the next few days.

Non-Domestic Animal Regulations: The Board reviewed a draft of the Rules and Regulations for the keeping of non-domesticated animals. Discussion ensued regarding the potential challenges that may be encountered if non-domesticated animals are allowed by the District. Director Bowlby requested that Public Alliance send an eblast requesting resident input. This item was deferred to a future meeting.

City of Littleton (“the City”) Street Repairs Planned for 2024: Director Bowlby updated Board on the street repairs completed by the City and thanked the residents that communicated the issue to the City

Upcoming Events, October 12, 2024 and December 14, 2024: Mr. Beckman and Director Bowlby presented an update on the upcoming events. Mr. Beckman discussed grant funding received to support these events through the City of Littleton.

Electrical Repairs In Park Before June Event:

Amendment to Rules and Regulations: Consideration of an Amendment to the Rules and Regulations was tabled for discussion at a future Board meeting.

Proposal for Concrete Repairs by Schedio Group: Mr. McGarey reviewed the proposal with the Board.

Following review and discussion, upon a motion duly made by Director Bowlby, seconded by Director Burtron and, upon vote, unanimously carried, the Board ratified approval of the Agreement with Schedio Group LLC for concrete repair.

Major Concrete Repair Work: Mr. McGarey reviewed with the Board proposals from RDC Concrete, Guizar Concrete, and Elevation Concrete for repairs noted as Major Concrete Repair work on the March 1, 2024 Concrete Sidewalk and Alleyway Assessment Report provided by Schedio Group.

Following review and discussion, upon a motion duly made by Director Bowlby, seconded by Director Burtron and, upon vote, unanimously carried, the Board approved the proposal by Guizar Concrete Construction LLC in the amount of \$50,416.

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Waste Hauling Services: The Board reviewed proposals for waste hauling services provided by Republic Services, Waste Management Services of Colorado, Waste Connections, and HBS Trash Services. The Board directed Public Alliance to schedule individual interviews with the service providers and Directors Burton and Tedeschi.

Park Playground Expansion: Director Tedeschi reported that he and Director Bowlby met with a playground equipment installation company to discuss an expansion of the playground in the park. He The Contractor will provide the Board a proposal for future expansion to be reviewed at a future meeting.

Report by BrightView Landscaping Services, Inc.: Mr. Dods reviewed the landscaping report with the Board.

Condition of Trees, Shrubs, New Plantings and Warranty Replacements: Mr. Dods reviewed the recent tree and shrub replacements.

Irrigation Repairs: Mr. Dods discussed irrigation issues and the condition of the turf. He discussed the benefits of the new smart controller installation which is expected to reduce water consumption and improve ease of irrigation management.

Proposal for the Addition of Mulch and Decorative Rock: The Board reviewed the proposal for the addition of new mulch and decorative rock around Logan and Dry Creek, in the amount of \$7,043.51.

Following review and discussion, upon a motion duly made by Director Bowlby, seconded by Director Tedeschi and, upon vote, unanimously carried, the Board approved the proposal for the addition of new mulch and decorative rock around Logan and Dry Creek, in the amount of \$7,043.51.

LEGAL MATTERS

2024 Legislative Update: Attorney Fritche reviewed the Legislative update for 2024 with the Board.

Other: None.

OTHER BUSINESS

AMLI Progress with the City of Littleton on New Construction: Director Bowlby reported that AMLI is working with the City on design approvals. As part of this effort the sanitary sewer capacity is being evaluated.

Dog Park Renovations Design: Director Bowlby reported on the meeting with AMLI regarding park drainage and the design impacts on the dog park expansion project. He noted that AMLI will test drainage pipes serving the area. The test is pending a permit from City of Littleton for use of hydrant water.

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Commercial Development:

Rino 38th Bar, Grill and Music Venue: Director Bowlby reported the contractor is expected to move forward once financing is in place.

El Pollo Loco: Director Bowlby reported that the land is owned by El Pollo Loco, however the status of development is unknown.

PUBLIC COMMENT

Mr. Reiersgord asked about the ownership of dog waste stations near the Freemont Condominiums. Director Bowlby explained that this particular station is property of the Freemont Condominiums. Mr. Reiersgord then noted that the road repairs recently performed by the City to fill the large cracks will likely need to be done again in the near future. Ms. Chritiensen advised the Board that the music at the Summer Solstice Event was too loud. Ms. Christiansen then asked if the District is still paying a portion of the management expenses for Littleton Village Metropolitan District No. 1 (“District No. 1”) and asked for an update on its possible dissolution. Mr. Beckman explained that the District is no longer paying a portion of the management expenses for District No. 1 and the status of dissolution is unknown.

EXECUTIVE SESSION

Pursuant to Section 24-6-402(4)(b) and (e), C.R.S, upon motion duly made by Director Browning, seconded by Director Tedeschi and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 7:45 p.m. for the purpose of receiving legal advice on specific legal questions regarding potential developer repayment obligations; and determining positions relative to matters that may be subject to negotiations; developing strategies for negotiations; and instructing negotiators regarding potential developer repayment obligations, pursuant to §§ 24-6-402(4)(b) and (e), C.R.S. Furthermore, pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the Board's attorney, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 8:38 p.m.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Tedeschi, seconded by Director Burtron and, upon vote, unanimously carried, the Board adjourned the meeting at 8:00 p.m.

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

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Respectfully submitted,

DocuSigned by:

Ezekiel Tedeschi

Secretary for the Meeting