

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT (THE “DISTRICT”) HELD AUGUST 24, 2021

A special meeting of the Board of Directors of the Denver Connection West Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, August 24, 2021 at 6:00 p.m. 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, this District Board meeting was held by Zoom. The meeting was open to the public via Zoom.

Directors In Attendance Were:

Marc Robson
Tina Woodard
Shawn Hampleton
Jeffery Hall

Following discussion, upon motion duly made by Director Robson, seconded by Director Hampleton and, upon vote, unanimously carried, the absence of Director Rafael Martinez was not excused.

Also In Attendance Were:

Peggy Ripko and Matt Cohrs; Special District Management Services, Inc. (“SDMS”)

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

Jason Carroll and Yelena Primachenko; CliftonLarsonAllen LLP

Brooke Hutchens; D.A. Davidson & Co.

Scott Gilmore; City and County of Denver Parks & Recreation (for a portion of the meeting)

Public In Attendance Were:

Kimberly Pretzer, Chris Gorsuch, Cara Wolfe, Mel Cagle, Ron Allen, Jonathan, Samantha Hall, Andi Chise, and Bob Bongiovanni.

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DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board noted a quorum was present and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. No disclosures were made, and it was noted that all Directors are residents of the District.

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hampleton and, upon vote, unanimously carried, the Board approved the Agenda, as amended.

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, the Board noted that due to concerns regarding the spread of 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 by Zoom. The Board further noted that notice of this meeting and the conference/video access was duly posted and that it had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the District's boundaries.

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

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

President	Marc Robson
Treasurer	Jeffery Hall
Secretary	Matt Cohrs
Assistant Secretary	Tina Woodard
Assistant Secretary	Shawn Hampleton
Assistant Secretary	Assistant Secretary

PUBLIC COMMENTS

Attorney Cortese and Director Woodard discussed the order of which the meetings are conducted and where the Public Comments should be placed on the agenda. The Board did not take any action.

Ms. Wolfe requested information on where to access the calendar for the Hub. Ms. Ripko noted the calendar will be available on the website.

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Chris Gorsuch thanked the Social Committee for coordinating great events.

CONSENT AGENDA The Board approved the Consent Agenda, which consisted of the following:

- Minutes of the May 25, 2021 Special Meeting.

**MEETING
MINUTES**

The Board discussed amendments to the Minutes of the May 25, 2021 Special Meeting, July 13, 2021, July 20, 2021 and July 29, 2021 Work Sessions, and therefore, the Board removed these items from the Consent Agenda.

Following discussion, upon motion duly made by Director Hall, seconded by Director Robson and, upon vote, unanimously carried, the Board approved the Minutes of the July 13, 2021, July 20, 2021 and July 29, 2021 Work Sessions, as amended.

**FINANCIAL
MATTERS**

Claims: The Board considered the ratification of approval of the payment of claims as follows:

Fund	Period Ending May 31, 2021	Period Ending June 30, 2021	Period Ending July 31, 2021
General	\$ 16,793.06	\$ 17,932.85	\$ 13,995.73
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 2,718.37	\$ 1,790.00	\$ 4,249.05
Special Revenue	\$ 31,260.94	\$ 25,877.14	\$ 43,036.57
Total	\$ 50,772.37	\$ 45,599.99	\$ 61,281.35

Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

Financial Statements, Schedule of Developer Advances, Property Tax Reconciliation, and Schedule of Cash Position: Mr. Carroll presented to the Board the unaudited financial statements dated June 30, 2021, property tax reconciliation 2021, and schedule of cash position statement ending June 30, 2021, updated as of August 17, 2021.

Following review and discussion, upon motion duly made by Director Hall, seconded by Director Hambleton and, upon vote, unanimously carried, the Board accepted the unaudited financial statements dated June 30, 2021, property tax reconciliation 2021, and schedule of cash position statement ending June 30, 2021, updated as of August 17, 2021.

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LEGAL MATTERS

Given Mr. Gilmore's and Ms. Hutches' attendance, the Board decided to consider items out of order as presented on the meeting agenda, and discussed Legal Matters prior to Financial Matters.

Update on Discussions with the City and County of Denver (the "City") Regarding Funding for the City Park: Attorney Cortese introduced Mr. Gilmore from the City and County of Denver Parks Department to the Board. Mr. Gilmore discussed the City park planned for the community and explained the background and timeline of the project. Mr. Gilmore further discussed a contribution to the first phase of the park from the developer, noting that a concept design has been done but that a timeline has yet to be confirmed.

Potential Refunding of the District's Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2017A and Subordinate Limited Tax General Obligation Bonds, Series 2017B (the "Bond"): Ms. Hutchens presented some loan options for the potential refunding of the District's Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2017A and Subordinate Limited Tax General Obligation Bonds, Series 2017B (the "Bonds").

Following review and discussion, upon motion duly made by Director Hall, seconded by Director Robson and, upon vote, unanimously carried, the Board directed Ms. Hutchens to work with the banks to get updated terms for loans that include a potential taxable portion to pay for ongoing operation and maintenance needs.

FINANCIAL MATTERS

Collections for Delinquent Accounts: Ms. Ripko provided an update to the Board on the status of collections for delinquent accounts, noting she is continuing to work with Altitude Community Law to send notices and collect past due fees.

Petty Cash: Ms. Ripko reported to the Board that a request was made by the Social Committee to have petty cash on hand and to determine how it should be handled.

Following review and discussion, upon motion duly made by Director Hall, seconded by Director Woodard and, upon vote, unanimously carried, the Board authorized the Social Committee to create a petty cash account, in the amount of \$1,000. The Board determined to discuss who the holder of the account will be at the next Board meeting.

Operations and Maintenance Mill Levy: Attorney Cortese gave a presentation to the Board on the Operations and Maintenance Mill Levy ("O&M Mill Levy"), noting that the Service Plan authorizes the Board to impose a mill levy in excess of the limited O&M Mill Levy, provided that a majority of the Board consists of District residents and votes in favor of increasing the O&M Mill Levy. The presentation demonstrated that, based on projections by the District Accountant, the District could impose a higher O&M Mill Levy to generate the same revenue as that generated by the current O&M fees. In turn, the District could potentially avoid the historical issues associated

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with collection of delinquent O&M fees. The Board determined to further discuss in the budget workshops prior to adoption of the 2022 Budget and certification of the mill levy for 2022 tax collection.

CONSTRUCTION MATTERS

Engineer's Report: There was no report provided.

HUB Warranty Issues: Attorney Meintzer provided an update to the Board regarding the HUB warranty issues, noting that there are a few outstanding items, and recommended that the Board authorize the Construction Committee to continue working with the District Engineer, and general and special counsel on same.

Landscape Tract Acceptance Matters: The Board discussed ongoing landscaping issues and concerns with NuStyle Landscape & Development LLC's ("NuStyle") delays and unavailability for the landscape walk-through. Attorney Cortese explained that the District has not yet accepted these tracts and that the District does not have to accept them until the terms of the Facilities Funding and Acquisition Agreement with William Lyon Homes, Inc. (acquired by Taylor Morrison Corporation, collectively, the "Developer") are satisfied.

LEGAL MATTERS

District Bylaws: The Board deferred discussion.

POOL AND HUB OPERATIONS

HUB and Pool Operations: Ms. Ripko provided the Board an update regarding the HUB and pool operations.

District Rules and Regulations: Attorney Lillehoff presented to the Board Resolution No. 2021-08-01 Adopting the Third Amended and Restated District Facilities Rules and Regulations and summarized the comments received from the committee.

Following review and discussion, upon motion duly made by Director Robson, seconded by Director Woodard and, upon vote, unanimously carried, the Board approved the Third Amended and Restated District Facilities Rules and Regulations and adopted Resolution No. 2021-08-01 regarding same.

Pool Opening: Mr. Williams provided an update to the Board regarding the pool opening.

COVENANT ENFORCEMENT/ DESIGN REVIEW/ OPERATIONS

Community Manager's Report: Ms. Ripko presented the Community Manager's Report to the Board.

Violation Report: Ms. Ripko presented the Violation Report to the Board.

Architectural Review Committee ("ARC")

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Update from ARC: Mr. Bongiovanni reported to the Board that only nine design review requests were submitted since May, and that eight were approved and one was denied. He inquired about the ability of the ARC to enforce completion of approved projects and would like to establish a reminder system for uncompleted projects.

Social Committee

Update from Social Committee: Ms. Wolfe presented to the Board an update from the Social Committee and noted that all 2021 activities were within budget.

Update on the Neighborhood Clean-Up: There was no update at this time.

Update on the neighborhood garage sale: There was no update at this time.

External Sponsorship of District Social Events: Ms. Wolfe noted that a realtor requested to sponsor a District Social Event. Attorney Cortese reported external sponsorship is an option for the District Social Events, but the sponsorship will have to be open to anyone inside or outside of the District.

Approval of the 2022 Event Budget: Ms. Wolfe reported that she will work with the Board's budget committee to create a social budget for 2022.

Alcohol at HUB / Social Events: The Board asked questions on alcohol at the HUB. Attorney Cortese said that the Special District Association pool insurance allows people to BYOB (bring your own beverage), but if the District wants to serve and provide alcohol, the District needs to notify the insurance agent so that coverage can be updated.

OPERATIONS AND MAINTENANCE

Proposal from Landtech for Snow Removal: The Board reviewed a proposal from Landtech Contractors, Inc. ("Landtech") for 2021/2022 snow removal services.

Following review and discussion, upon motion duly made by Director Hall, seconded by Director Robson and, upon vote, unanimously carried, the Board approved the proposal from Landtech for 2021/2022 snow removal services and Change Order for same.

OTHER BUSINESS


Annual Meeting for Property Owners: Mr. Cohrs reported that pursuant to the District's Service Plan, the 2021 Annual Property Owners Meeting Notice was published on June 29, 2021.

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ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting