

## RECORD OF PROCEEDINGS

---

### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT (THE “DISTRICT”) HELD MARCH 22, 2022

A Regular Meeting of the Board of Directors of the Denver Connection West Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, March 22, 2022 at 6:00 p.m. This District Board meeting was held by Zoom. The meeting was open to the public via Zoom.

---

**Directors In Attendance Were:**

Marc Robson  
Jeffery Hall  
Shawn Hampleton

Following discussion, upon motion duly made by Director Hampleton, seconded by Director Hall and, upon vote, unanimously carried, the absence of Director Woodard was excused.

**Also In Attendance Were:**

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

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

Yelena Primachenko; CliftonLarsonAllen LLP

Brooke Hutchens; D.A. Davidson & Co. (for a portion of the meeting)

Anne D. Bensard; Kutak Rock LLP (for a portion of the meeting)

Jason Burningham; Lewis Young Robertson & Burningham, Inc. (for a portion of the meeting)

**Public In Attendance Were:**

Tye Brown (for a portion of the meeting)

---

**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

## RECORD OF PROCEEDINGS

---

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 Regular Meeting.

Following discussion, upon motion duly made by Director Hambleton, seconded by Director Hall 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, the Board noted 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.

**Minutes:** The Board reviewed the Minutes of the February 15, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hambleton and, upon vote, unanimously carried, the Minutes of the February 15, 2022 Special Meeting were approved.

**May 3, 2022 Regular Directors' Election:** Mr. Cohrs provided an update to the Board regarding the May 3, 2022 Regular Directors' Election, noting that three Self-Nominations were returned for two Board seats, therefore, an election would be conducted.

### PUBLIC COMMENTS

There were no public comments.

### FINANCIAL MATTERS

**Claims:** The Board reviewed and considered ratifying approval of the payment of claims for the period ending as follows:

Fund	Period Ending January 31, 2022	Period Ending February 28, 2022
General	\$ 7,052.73	\$ 13,301.15
Debt Service	\$ -0-	\$ -0-
Capital Projects	\$ 720.00	\$ -0-
<b>Total Claims</b>	<b>\$ 58,474.99</b>	<b>\$ 28,967.53</b>
	<b>\$ 66,247.72</b>	<b>\$ 42,268.68</b>

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

## RECORD OF PROCEEDINGS

---

**Unaudited Financial Statements and Schedule of Cash Position:** Ms. Primachenko reviewed with the Board the unaudited financial statements, dated January 31, 2022 and the schedule of cash position, dated January 31, 2022, updated as of March 14, 2022.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hambleton and, upon vote, unanimously carried, the Board accepted the unaudited financial statements, dated January 31, 2022 and the schedule of cash position, dated January 31, 2022, updated as of March 14, 2022, as presented.

**General Fund Mill Levy:** Mr. Cohrs reported that he occasionally receives questions about the Operations & Maintenance (O&M) Fees vs. the O&M Mill Levy, but that most everyone understood once he provided the explanation.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider a Resolution to Amend the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Ms. Primachenko informed the Board that an amendment to the 2022 Budget was required.

Following review and discussion, upon motion duly made by Director Robson, seconded by Director Hall and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-03-01 to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

---

### **CONSTRUCTION MATTERS**

**Construction Committee Report:** Attorney Cortese briefly summarized the status of the estimated costs of the park project, and status of discussions with the City of Denver. The Board directed the Consultants to prepare a summary of costs for presentation at a special Board meeting on April 26, 2022 at 5:30 p.m., via Zoom.

**Engineer's Report:** Mr. Cohrs estimated that the concrete, landscaping and other costs would be approximately \$600,000.00.

---

### **LEGAL MATTERS**

**Engagement of Bond Counsel:** The Board entered into discussion regarding the engagement of Kutak Rock LLP to serve as Bond Counsel.

## RECORD OF PROCEEDINGS

---

Following discussion, upon motion duly made by Director Robson, seconded by Director Hamleton and, upon vote, unanimously carried, the Board ratified approval of the engagement of Kutak Rock LLP as Bond Counsel.

**Resolution Authorizing the District to Incur Indebtedness in the Form of a Taxable (Convertible to Tax-Exempt) Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Loan, Series 2022A-1 (the “Series 2022A-1 Loan”) in the Maximum Principal Amount of Not to Exceed \$11,350,000 and a Limited Tax (Convertible to Unlimited Tax) General Obligation Improvement Loan, Series 2022A-2 (the “Series 2022A-2 Loan,” and Together with the Series 2022A-1 Loan, the “Series 2022 Loans”), in the Maximum Principal Amount of Not to Exceed up to \$1,400,000, for the Purpose of Refunding the District’s Existing \$9,690,000 Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2017A and \$2,539,000 Subordinate Limited Tax General Obligation Bonds, Series 2017B, and Funding Amounts to Pay or Reimburse the Costs of Public Improvements.**

Attorney Bensard reviewed with the Board the Resolution authorizing the Series 2022A-1 Loan in the maximum principal amount of not to exceed \$11,350,000 and the Series 2022A-2 Loan in the maximum principal amount of not to exceed up to \$1,400,000 for the purpose of refunding the District’s existing \$9,690,000 Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2017A and \$2,539,000 Subordinate Limited Tax General Obligation Bonds, Series 2017B, and funding amounts to pay or reimburse the costs of public improvements. It was noted that the Resolution authorizes the forms of a Loan Agreement, Promissory Notes evidencing the District’s repayment obligations under such Loan Agreement, and such other documents, certificates and instruments in connection therewith.

Following discussion, upon motion duly made by Director Hall, seconded by Director Robson and, upon vote, unanimously carried, the Board adopted the Resolution authorizing the Series 2022 Loans for the purpose of refunding the District’s existing \$9,690,000 Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2017A and \$2,539,000 Subordinate Limited Tax General Obligation Bonds, Series 2017B, and funding amounts to pay or reimburse the costs of public improvements. The Board further ratified the acts previously taken concerning said Series 2022 Loans; repealed all resolutions in conflict therewith; and provided for other matters relating thereto.

*Engagement of External Financial Advisor to District:* The Board entered into discussion regarding the engagement of engagement of Lewis Young Robertson & Burningham, Inc. as External Financial Advisor to District.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hamleton and, upon vote, unanimously carried, the Board ratified approval

## RECORD OF PROCEEDINGS

---

of the engagement of Lewis Young Robertson & Burningham, Inc. as External Financial Advisor to District.

**Discussions with the City and County of Denver (the “City”) Regarding Funding for the City Park:** This item was discussed under the Construction Matters as previously noted.

**Status of Tract and Improvement Acquisition:** The Board deferred discussion.

**Status of Warranty Walk-Through Items:** The Board deferred discussion.

*Warranty Walk-Through on the HUB Facility:* The Board deferred discussion.

*Irrigation Items:* The Board deferred discussion.

*Plantings, Open Space Amenities, and Concrete Items:* The Board deferred discussion.

*Other:* The Board deferred discussion.

**District Bylaws:** The Board deferred discussion.

### **OPERATIONS AND MAINTENANCE**

**HUB and Pool Operations:** It was noted the installation of benches is in progress.

**Proposals for Pool Service at the Avion Community HUB:** Ms. Ripko reviewed with the Board proposals for Pool Service at the Avion Community HUB.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hall and, upon vote, unanimously carried, the Board approved the proposal from Metro Pools Service & Supply for Pool Service at the Avion Community HUB and authorized execution of a Service Agreement for said services.

**Pool Operations:** Ms. Ripko updated the Board on the pool operations. She reported that the SDMS staff can rotate staffing at the HUB, but the District will be charged for travel time and work related to the HUB, not for other work done there. The Board directed Ms. Ripko to present a plan for pool operations for the 2022 season at the April 26, 2022 meeting.

**Service Agreement with United States Protective Service, LLC for Protection Services:** Ms. Ripko recommended to the Board that the protection services be used for patrol services and not for the pool. The Board deferred discussion.

## RECORD OF PROCEEDINGS

---

**Proposal from ETG Systems, Inc. – High Value Asset Protection for a Rack Mount Power Supply for the Camera System:** The Board reviewed a proposal from ETG Systems, Inc. – High Value Asset Protection for a rack mount power supply for the camera system.

Following discussion, upon motion duly made by Director Hall, seconded by Director Hampleton and, upon vote, unanimously carried, the Board approved the proposal from ETG Systems, Inc. – High Value Asset Protection for a rack mount power supply for the camera system.

**Other:** There were no other matters.

---

**COVENANT  
ENFORCEMENT/  
DESIGN REVIEW/  
OPERATIONS**

**Community Manager’s Report:** None presented.

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

**Architectural Review Committee (“ARC”)**

**Update from ARC:** Director Robson reported to the Board that an email blast will be sent to remind Residents to complete Design Review Forms.

**Unapproved Architectural Change:** Ms. Ripko reported to the Board that a homeowner installed an unapproved front porch. She noted that notices were sent to request a form to be completed, but there was no response. The Board deferred discussion.

**Social Committee**

**Update from Social Committee:** The Board deferred discussion.

**Presentation on Covenant Process:** The Board deferred discussion.

---

**OTHER BUSINESS**

There was no other business.

---

## RECORD OF PROCEEDINGS

---

### ADJOURNMENT

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

Respectfully submitted,

By   
Secretary for the Meeting