

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT (THE “DISTRICT”) HELD JULY 26, 2022

A Regular Meeting of the Board of Directors of the District (referred to hereafter as the “Board”) was convened on Tuesday, July 26, 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
Jeff Hall
Tina Woodard
Shawn Hampleton

Also In Attendance Were:

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

Elisabeth A. Cortese, Esq. and Suzanne Meintzer, Esq.; McGeady Becher P.C. (for a portion of the meeting)

Jason Carroll; CliftonLarsonAllen LLP

Samantha Burns and Jack Kroll; Board Candidates

Chase Hanusa; Independent District Engineering Services, Inc. (“IDES”)

Public In Attendance Were:

Carina Betta, Bob Bongiovanni, Mel Cagle, Andrea Chisel, Andi Montoya, Audrey, Pablo Canseco, Jacob Anderson, Brenda Melger, James Kwan, and other residents

**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.

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ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the Agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director Hampleton, seconded by Director Hall 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 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 June 28, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hampleton and, upon vote, unanimously carried, the Board approved the Minutes of the June 28, 2022 Special Meeting.

Appointment of Director: The Board discussed the vacancy on the Board and the appointment of a District Eligible Elector to fill the vacancy. Jack Kroll and Samantha Burns, District Eligible Electors and interested Board candidates, were each asked to give a brief presentation on their interest in serving on the Board. Following discussion, the Board deferred appointment.

PUBLIC COMMENTS

Ms. Chisel spoke about the pool security, behavior at pool and the hours the pool is open.

Ms. Betta spoke about her concerns with the pool, dead grass in the townhome area, pet waste and parking issues on 47th Place.

Ms. Montoya spoke about the dead grass in the townhome area and the dead lawns in the single-family homes. She requested stricter restrictions on dead grass. She reported the pool is not cleaned every day. Ms. Montoya stated that she received an incorrect violation letter and the lack of responsiveness from Ms. Ripko and SDMS in addressing the incorrect letter. Directors Hall and Woodard requested photos of the dead lawns.

Mr. Conseco inquired as to the replacement plan regarding the dead trees in the community. Director Robson responded.

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Director Robson requested the residents to provide pictures and addresses of the areas they are concerned about.

LEGAL MATTERS

Request for Proposals (“RFP”) for District Management Services: Attorney Cortese stated that she had sent out RFPs for District / Community Management Service providers and had received four (4) responses. She will work with the Board and respondents to schedule interviews.

City Park:

Term Sheet for an Intergovernmental Agreement Regarding Construction, Funding, Reimbursement and Acquisition of City Park (Tract A, Avion at Denver Connection) with the City and County of Denver (the “City”): Attorney Cortese discussed with the Board the status of the Term Sheet for an Intergovernmental Agreement Regarding Construction, Funding, Reimbursement and Acquisition of City Park (Tract A, Avion at Denver Connection) with the City, noting that she is awaiting comments from the City.

Master Service Agreement for Design Services, and Task Order No. 1, with Harris Kocher Engineering Group, Inc., d/b/a Harris Kocher Smith: Attorney Meintzer reviewed with the Board a Master Service Agreement for Design Services, and Task Order No. 1, with Harris Kocher Engineering Group, Inc., d/b/a Harris Kocher Smith.

Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard and, upon vote, unanimously carried, the Board approved the Master Service Agreement for Design Services, and Task Order No. 1, with Harris Kocher Engineering Group, Inc., d/b/a Harris Kocher Smith.

Task Order No. 2 under the Master Service Agreement for Design Services with Norris Design, Inc.: Attorney Meintzer discussed with the Board Task Order No. 2 under the Master Service Agreement for Design Services with Norris Design, Inc.

Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard and, upon vote, unanimously carried, the Board ratified approval of the Task Order No. 2 under the Master Service Agreement for Design Services with Norris Design, Inc.

Task Order No. 10 under the Master Service Agreement for Engineering Services with Independent District Engineering Services, LLC: Attorney Meintzer discussed with the Board Task Order No. 10 under the Master Service Agreement for Engineering Services with Independent District Engineering Services, LLC.

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Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard and, upon vote, unanimously carried, the Board ratified approval of the Task Order No. 10 under the Master Service Agreement for Engineering Services with Independent District Engineering Services, LLC.

Letter Agreement with William Lyon Homes, Inc. regarding the construction and installation of public improvements on Tract A, Denver Connection West – Filing No. 1 (the City Park): Attorney Cortese reported to the Board that she is awaiting comments from Taylor Morrison on the Letter Agreement.

District’s Acquisition of Certain Property from William Lyon Homes, Inc.:

Satisfaction and Termination of Operation Funding and Capital Funding Agreements between the District and William Lyon Homes, Inc.: Attorney Cortese reported to the Board that she is awaiting comments from Taylor Morrison on the Satisfaction and Termination of Operation Funding and Capital Funding Agreements between the District and William Lyon Homes, Inc.

Special Warranty Deed from William Lyon Homes, Inc. for Lot 1, Block 9; Tracts B through H, inclusive; Tracts J through N, inclusive; Tracts P through AA, inclusive; and Tract CC, Denver Connection West – Filing No. 1, City and County of Denver, State of Colorado: Attorney Cortese discussed with the Board the status of Special Warranty Deed from William Lyon Homes, Inc. for Lot 1, Block 9; Tracts B through H, inclusive; Tracts J through N, inclusive; Tracts P through AA, inclusive; and Tract CC, Denver Connection West – Filing No. 1, City and County of Denver, State of Colorado

FINANCIAL MATTERS

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

Fund	Period Ending July 31, 2022
General	\$ 59,291.20
Debt	\$ -0-
Capital	\$ 1,157.50
Special Revenue	\$ -0-
Total	\$ 60,448.70

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

Unaudited Financial Statements and Schedule of Cash Position: Mr. Carroll reviewed with the Board the unaudited financial statements, dated June 30, 2022 and

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the schedule of cash position, dated June 30, 2022, updated as of July 19, 2022.

Following discussion, upon motion duly made by Director Hall, seconded by Director Robson and, upon vote, unanimously carried, the Board accepted the unaudited financial statements, dated June 30, 2022 and the schedule of cash position, dated June 30, 2022, updated as of July 19, 2022.

2021 Audit: Mr. Carroll reviewed the 2021 draft Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made by Director Robson, seconded by Director Hall and, upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements and authorized execution of the Representations Letter, subject to an unmodified opinion. The Board further approved an audit extension, if needed.

Timeline for Completion of 2021 Audit: This item was discussed with the 2021 Audit as noted above.

Investments Options: The Board entered into discussion regarding investments options.

Following discussion, upon motion duly made by Director Hampton, seconded by Director Robson and, upon vote, carried with Director Robson, Hall and Hampton voting aye and Director Woodard voting nay, the Board approved investing with CSAFE and authorized necessary actions in connection therewith.

Policy for Payments in Excess of Line-Item Budget Amounts: The Board entered into discussion regarding the District's policy for payments in excess of line-item budget amounts. No action was taken by the Board.

OPERATIONS AND MAINTENANCE

HUB and Pool Operations and Staffing: The Board entered into discussion regarding the HUB's Heating, Ventilation and Air Conditioning ("HVAC") systems. It was noted air conditioner fans will need to be replaced in two units.

Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard and, upon vote, unanimously carried, the Board approved purchasing two new air conditioning units, in an amount of \$5,500 each for a total of \$11,000 per warranty terms.

Security Services at the HUB and Pool: The Board deferred discussion.

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Service Agreement between the District and ETG Systems, Inc. for Security System Upgrades: The Board reviewed a Service Agreement between the District and ETG Systems, Inc. for security system upgrades.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hall and, upon vote, unanimously carried, the Board approved the Service Agreement between the District and ETG Systems, Inc. for security system upgrades.

Service Agreement with Desouza Protective Services LLC: The Board entered into discussion regarding rescinding approval to terminate the Service Agreement with Desouza Protective Services LLC.

Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard and, upon vote, unanimously carried, the Board rescinded approval to terminate the Service Agreement with Desouza Protective Services LLC, thereby confirming said Service Agreement remains in effect.

Proposal from United States Protective Services, LLC: The Board entered into discussion regarding rescinding approval of the proposal from United States Protective Services, LLC.

Following discussion, upon motion duly made by Director Hampleton, seconded by Director Robson and, upon vote, unanimously carried, the Board rescinded approval of the proposal from United States Protective Services, LLC.

Signage for the Pool: The Board deferred discussion.

Other: There were no other matters.

OTHER BUSINESS

Translation Services: The Board entered into a discussion regarding translating District communications. Following discussion, the Board decided to define the needed services.

Social Committee: There was no update provided.

Architectural Review Committee (“ARC”) Report: Mr. Bongiovanni reported to the Board the ARC approved 17 requests, disapproved one and two are pending.

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.

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Respectfully submitted,

By *Tina Woodard*
Secretary for the Meeting