

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
DENVER CONNECTION WEST
METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JANUARY 23, 2024**

A regular meeting of the Board of Directors of the District (referred to hereafter as the “Board”) was convened on Tuesday, January 23, 2024, 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:

Jeffery Hall, President
Tina Woodard, Secretary
Shawn Hampleton, Treasurer

Also In Attendance Were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.
Jerry Jacobs and Shanda Flores; Timberline District Consulting, LLC (“Timberline”)
Residents: Brandon Harris, Brian, Alec, Rachelle, Mel Cagle, Genevieve Nadia Tripp, Audrey, Ronette Harris

**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 Regular Meeting. Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, 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), of the Colorado Revised Statutes (“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.

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Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24 hours prior to each meeting on the District's website: <https://dcwmd.colorado.gov/>, or if the website it unavailable, at the HUB, 4746 Jasper Street, Denver, Colorado.

Minutes: The Board reviewed the Minutes of the November 28, 2023 Statutory Annual Meeting and Regular Meeting. Following discussion, upon motion duly made by Director Hall, seconded by Director Woodard, and upon vote unanimously carried, the Board approved the Minutes of the November 28, 2023 Statutory Annual Meeting and Regular Meeting.

PUBLIC COMMENTS

Mr. Harris noted that his front porch sustained damage after a car crashed into it and inquired about design review approval for the repairs, in case the replacements do not match originals. He was directed to call Ms. Flores to discuss.

FINANCIAL MATTERS

Financial Statements and Schedule of Cash Deposits and Investments: Mr. Jacobs reviewed the unaudited Financial Statements for the period ending November 30, 2023, and Schedule of Cash Deposits and Investments dated November 30, 2023, updated as of January 15, 2024. Following review and discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon vote unanimously carried, the Board accepted the unaudited Financial Statements for the period ending November 30, 2023, and Schedule of Cash Deposits and Investments dated November 30, 2023, updated as of January 15, 2024.

Claims: The Board reviewed the claims list for the period of November 15, 2023 through January 15, 2024. Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon vote unanimously carried, the Board ratified approval of the payment of claims for the period of November 15, 2023 through January 15, 2024, in the amount of \$241,37.92.

January 2024 Advance Request and Project Fund Requisition from the District's Limited Tax (Convertible to Unlimited Tax) General Obligation Improvement Loan, Series 2022A-2: Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon vote unanimously carried, the Board approved the January 2024 Advance Request in the amount of \$5,358.50.

EXECUTIVE SESSION: Pursuant to Sections 24-6-402(4)(a), (b) and (e), C.R.S.,

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upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 6:34 p.m. for the sole purpose of receiving legal advice related to: 1) negotiations regarding District Accounting Services, as authorized by Section 24-6-402(4)(b) and (e), C.R.S.; and, 2) access to District Property, as authorized by Section 24-6-402(4)(b), 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.

Following discussion, upon motion duly made by Director Hall, seconded by Director Woodard, the Board reconvened in regular session at 7:23 p.m.

The Board directed District Counsel to update the draft Fourth Amended and Restated District Facilities Rules and Regulations to include additional terms regarding the use of District property and facilities, including parks and open space, and restrictions on tracts with drainage improvements, as also noted below. The Board also directed District staff to contact other accountants for potential future accounting services, as also noted below.

Master Services Agreement and Statement of Work for District Accounting Services: Following discussion, upon motion duly made by Director Hall, seconded by Director Hampleton, and upon vote unanimously carried, the Board approved the Master Services Agreement and Statement of Work for District Accounting Services with CliftonLasonAllen LLP ("CLA") and appointed CLA to prepare the draft 2025 budget. The Board further directed District staff to reach out to other accountants for potential future accounting services.

LEGAL MATTERS

Status of District's Acquisition of Certain Property from William Lyon Homes, Inc.: Attorney Meintzer gave an update on tract acquisition from William Lyon Homes.

Task Order No. 4 under the Master Service Agreement for Design Services with Norris Design, Inc.: Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon vote unanimously carried, the Board approved Task Order No. 4 under the Master Service Agreement for Design Services with Norris Design, Inc. in the amount of \$3,450.

Task Order No. 3 under the Master Service Agreement for Design Services with Harris Kocher Engineering Group, Inc. d/b/a Harris Kocher Smith ("HKS"):

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Following discussion, upon motion duly made by Director Hampleton, seconded by Director Woodard, and upon vote unanimously carried, the Board approved Task Order No. 3 under the Master Service Agreement for Design Services with HKS in the amount of \$14,390.

Limited Property Tax Supported Special Revenue Bonds: Attorney Meintzer reported that some progress had been made with the City and County of Denver (“City”) in relation to the Intergovernmental Agreement with the City and that same needed to go through two (2) readings at City Council, which is anticipated in early 2024, with the bonds closing thereafter. In turn, the District was hopeful to see construction on the park commence sometime in 2024.

Access to District Property: The Board convened in executive session as noted above regarding this topic.

OPERATIONS AND MAINTENANCE

HUB and Pool Matters:

HUB and Pool Staffing: Ms. Flores asked the Board for feedback on Sherry’s “office hours” at the HUB. The Board directed Timberline to stop the “office hours,” such that Sherry would be available in the HUB by appointment only; however, she would maintain her walk-throughs of the community.

There was extensive discussion on replacing a damaged barbeque grill at the pool. Following discussion, upon motion duly made by Directo Hall, seconded by Hampleton, and upon vote unanimously carried, the Board approved replacement of the grill for an amount not to exceed \$2,000.

There was also extensive discussion on key cards for pool access. Ms. Flores will inquire with ETG Systems, Inc. as to whether they can provide a report on any cards that may have been denied access. Timberline is to evaluate ways to ensure that active cards are working properly, and cards being denied access (due to repeated violations, etc.) are accurately being denied.

Fourth Amended and Restated District Facilities Rules and Regulations: The Board deferred approval of the Fourth Amended and Restated District Facilities Rules and Regulations at this time.

The Board directed District counsel to update the draft Fourth Amended and Restated District Facilities Rules ad Regulations to include additional terms regarding the use of District property and facilities, including parks and open space, and restrictions on tracts with drainage improvements.

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Patrolling Security Services at the HUB and pool: Ms. Flores reported that she cannot get a response from United States Protective Services LLC, and that when she called, the number was disconnected. The Board directed Timberline to ensure that no further invoices for United States Protective Services LLC be approved, and directed Timberline to obtain bids/proposals from other providers.

Security Monitoring Services at the HUB and pool and Task Order No. 6 to the Master Service Agreement for Design Services between the District and ETG Systems, Inc. (“ETG”): Following review and discussion, upon motion duly made by Director Hall, seconded by Director Woodard, and upon vote unanimously carried, the Board approved Task Order No. 6 to the Service Agreement for Design Services between the District and ETG for conversion of monitoring software to cloud access control system, subject to Ms. Flores confirming with ETG that the number of licenses included in the cloud control system are sufficient enough for access by consultants and Board Members.

Responses to Request for Proposals for 2024 Landscape Maintenance Services and Warranty Replantings: The Board extensively discussed the landscape proposals and providers. The Board asked Mr. Jacobs if there was an High Plains Landscape & Water Systems, LLC (“HPL”) conflict with Timberline, and Mr. Jacobs responded that Timberline has an ownership interest in HPL. Upon motion duly made by Director Hall, seconded by Director Woodard, and upon vote unanimously carried, the Board approved the HPL proposal for landscape maintenance services based upon pricing and warranty provisions and authorized execution of a Service Agreement for Landscape Maintenance Services.

COVENANT ENFORCEMENT / DESIGN REVIEW

Community Manager’s Report / Violation Report: Ms. Flores summarized her report and the violation report, noting it has been fairly slow given it is not growing season.

Infographic on Top 5 Covenant Violations: The Board discussed mailing the infographic that Ms. Flores had sent via e-mail blast, and Timberline noted it would be approximately \$650 to mail to every household in the District. Director Hall asked that it be part of a larger mailing with other information once the growing season begins.

Update from Architectural Review Committee (“ARC”): Ms. Flores summarized ARC matters, noting the ARC has been fairly slow. She also reported that the community member on the committee was actively participating.

Update from Social Committee: Ms. Cagle reported that there was no activity in

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January, and that the next event is a Trivia Night in February. She also reported that the Social Committee is working on scheduling dumpster days and that the down payment to reserve the holiday carriage ride for December 2024 would be upcoming.

OTHER BUSINESS

Service Plan Annual Meeting: The Board acknowledged this meeting as the Annual Meeting required under the Service Plan and confirmed publication of notice same.

Next Work Session: The Board acknowledged the next work session is scheduled for Tuesday, February 27, 2024, at 6:00 p.m., via Zoom.

Next Regular Meeting: The Board acknowledged the next regular Board meeting is scheduled for Tuesday, March 26, 2024, at 6:00 p.m. via Zoom.

ADJOURNMENT

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

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

Respectfully submitted,

By *Tina Woodard*
Secretary for the Meeting

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Attorney Statement

REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Denver Connection West Metropolitan District, I attended the executive session meeting for the Denver Connection West Metropolitan District which convened at 6:34 p.m. and adjourned at 7:23 p.m. on January 23, 2024 for the sole purpose of receiving from the Board's attorney, legal advice related to negotiations regarding District Accounting Services, as authorized by Section 24-6-402(4)(b) and (e), C.R.S., and legal advice related to access to District Property, as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S., and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signed 
Suzanne M. Meintzer, Attorney for the District
Dated: January 23, 2024