

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
DENVER CONNECTION WEST
METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
JANUARY 24, 2023**

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, January 24, 2023, 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, President
Jeffery Hall, Treasurer
Tina Woodard, Secretary
Shawn Hampleton, Assistant Secretary

Also In Attendance Were:

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

Yelena Primachenko; CliftonLarsonAllen LLP (“CLA”)

Jerry Jacobs, Cristina Madrigal and Shanda Flores; Timberline District Consulting, LLC (“Timberline”)

Public In Attendance Were:

Bill Aiken; Carina; Jason Wu; Samantha Burns; Breanne; Rachelle; Jawaid Bazyar; Andi Montoya; Alec West; Bob Bongiovanni; Cara Wolfe (for part 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 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 Hall, seconded by Director Hampleton, and upon vote unanimously carried, the Board approved the Agenda.

Meeting Location: The Board entered into a discussion regarding the requirements

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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 taxing electors within the District's boundaries.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Hall, seconded by Director Hampton, 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 is unavailable, at the HUB, 4746 Jasper Street, Denver, Colorado.

Minutes: The Board reviewed the Minutes of the November 22, 2022 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 22, 2022 Regular Meeting.

Translation of District Communications: Ms. Flores summarized the cost of translation services, noting that the cost to translate the *Declaration of Covenants and Restrictions of Denver Connection West* into Spanish would be \$3,960. The Board discussed and directed Mr. Flores to obtain information regarding as-needed translation services.

Report from District / Community Management Transition Committee: Mr. Flores reported that the transition has been smooth. Ms. Madrigal presented the work/progress on the new District website as well as a proposed logo. Following discussion, upon motion duly made by Director Hall, seconded by Director Woodard, and upon vote unanimously carried, the Board determined to dissolve the Transition Committee.

PUBLIC COMMENTS

Several residents asked questions about the scope of snow removal services, and wanted to know whether the contract required down to the pavement snow removal and noted that during the last snowstorm, the contractor was loudly scraping ice at 2:30 a.m. Mr. Jacobs responded that the contract did not require down to the pavement snow removal. Some of the locations one resident was asking about may have been the responsibility of the Avion at Denver Connection Townhome Association, Inc. (the "Townhome HOA"). Ms. Flores will coordinate with the management company for the Townhome HOA to get the resident the townhome contract.

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Residents complained about the dog feces problems and wanted to know what the District could do about it, noting they believe some landscaping is getting damaged as a result of the problems.

There was a complaint about abandoned cars not being removed; Director Hall explained that while the alleys in the townhomes are District-owned, the streets are City streets, and the District does not have enforcement power there.

A resident also expressed frustration with the security company at the HUB, noting they had had some negative interactions with them.

Director Hambleton proposed a community town hall meeting to discuss the HUB and pool issues.

OPERATIONS AND MAINTENANCE

HUB and Pool Operations and Staffing:

Report on Security Services at the HUB and pool: There was extensive discussion on pool security services and the camera monitoring. The Board asked Timberline to add these matters to the February 28, 2023 Work Session Agenda.

Discuss reservation software for the HUB: There was extensive discussion on the HUB reservation system/software. The Board asked Timberline to add these matters to the February 28, 2023 Work Session Agenda.

LEGAL MATTERS

City and County of Denver Park (the “Park”):

Park Improvements: Attorney Cortese reported that the site design plan is at 60%. Norris Design, Inc. is to resubmit and then wait for comments from the City and County of Denver (the “City”). Approval of the site design plan from the City is anticipated for the summer.

Term Sheet for an Intergovernmental Agreement Regarding Construction, Funding, Reimbursement and Acquisition of the Park (Tract A, Avion at Denver Connection) with the City (“Term Sheet”): Attorney Cortese reported that the Term Sheet for the Intergovernmental Agreement (“IGA”) has been sent to the City and she is awaiting final comments.

Letter Agreement with William Lyon Homes, Inc. regarding the construction and installation of public improvements on Tract A, Denver Connection West – Filing No. 1: Attorney Cortese noted that the Letter Agreement is in near final form and will be considered for approval by William Lyon Homes and the District in connection with the City’s approval of the IGA.

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Subordinate General Obligation Bonds: Attorney Cortese noted that subordinate bonds to generate additional funds for capital improvements for the Park are estimated to be issued by the District in 2023.

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 that William Lyons Homes, Inc. is waiving its rights to reimbursement of approximately \$8,000,000 in exchange for the District accepting tracts "as-is." These documents will be executed in connection with the City's execution of the IGA.

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 reported that the deed conveying the tracts will be executed in connection with the City's execution of the IGA.

Second Amendment to Resolution No. 2016-12-10 Regarding Colorado Open Records Act Requests: Following discussion, upon motion duly made by Director Robson, seconded by Director Hall, and upon vote unanimously carried, the Board adopted the Second Amendment to Resolution No. 2016-12-10 Regarding Colorado Open Records Act Requests, which updates the Official Custodian of the District to Timberline.

Report on May 2, 2023 Regular Director Election and Call for Nominations:

Attorney Cortese briefly summarized election deadlines, noting that Self-Nomination and Acceptance Forms are due to the Designated Election Official by February 24, 2023. She also reported that Colorado statutes require a ballot box to be permanently affixed and monitored 24 hours a day, seven days a week. The Board noted that, based on this requirement, installing a ballot box at the HUB did not seem feasible for the May 2, 2023 election, but the Board may revisit the issue in the future.

FINANCIAL MATTERS

Claims: Ms. Primachenko reviewed the payment of claims with the Board. 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 for the period of November 15, 2022 through January 16, 2023, in the amount of \$128,469.23.

Financial Statements, Property Tax Reconciliation, and Schedule of Cash

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Position: Ms. Primachenko presented to the Board the unaudited financial statements, dated November 30, 2022, property taxes reconciliation 2022, and the schedule of cash position for the period ending November 30, 2022, updated as of January 16, 2023. Following review and discussion, upon motion duly made by Director Hall, seconded by Director Woodard, and upon vote unanimously carried, the Board accepted the unaudited financial statements.

2022 Budget Amendment Hearing: The President opened the public hearing to consider the Resolution to Further 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 Further 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 discussed the need to further amend the 2022 Budget (Capital Project Reserve Fund) with the Board. Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard, and upon vote unanimously carried, the Board adopted Resolution No. 2023-01-01 to Further Amend the 2022 Budget.

COVENANT ENFORCEMENT / DESIGN REVIEW

Community Manager's Report

Violation Report: Ms. Flores explained that due to the winter season, there have not yet been a lot of violations, but she anticipates more violations as spring commences.

Covenant Enforcement Policies and Procedures and Amendments: The Board deferred action on amendments to the *Policies and Procedures Governing the Enforcement of the Protective Covenants of Denver Connection West* (the "Covenant Enforcement Policies and Procedures"). The Board asked Timberline to add this matter to the February 28, 2023 Work Session Agenda.

Architectural Review Committee ("ARC"):

ARC Update: Mr. Bongiovanni reported that there were 15 design review requests: 3 denied, 11 on hold, and 1 pending. He noted that the on-hold requests were largely due to one ARC member not being able to review design requests.

ARC Appointment: Following discussion, upon motion duly made by Director Robson, seconded by Director Woodard, and upon vote unanimously carried, the Board appointed Cristina Madrigal, Shanda Flores and Mr. Bongiovanni to the

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ARC.

Unapproved Architectural Change: The Board asked Timberline to add discussion on an ARC appeals board to the February 28, 2023 Work Session Agenda.

Social Committee:

Ms. Wolfe reported that the Social Committee is working on spring events.

OTHER BUSINESS

Director Hall asked about the process to change the District's name. District Counsel will present a Schedule of Events to process a name change at the March 28, 2023 regular meeting.

The Board noted there is a work session scheduled for February 28, 2023 and the next regular Board meeting is scheduled for March 28, 2023 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.

Respectfully submitted,

By Tina Woodard
Secretary for the Meeting