

MINUTES OF A REGULAR MEETING OF THE BOARD OF
DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: December 11, 2014 at 6:00 p.m., at 6601 S. Wheatlands
Parkway, Aurora, Colorado

Attendance

A regular meeting of the Board of Directors of Wheatlands Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

*Richard Tashma (Left and returned where indicated)
Jack Lent
Mike Dempsey
Robert Jenkins
Josh Deupree

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, General Counsel; Rick Gonzales, Marchetti & Weaver, LLC; Nate Adams, Brickman; Kimberly Armitage; YMCA; and Irene Borisov, Summit Association Management.

The following residents were in attendance:

Polly Martin

Call to Order

Director Lent noted that a quorum of the Board was present and called the meeting to order.

Disclosure Matters

Mr. Waldron advised the Board that pursuant to Colorado law, certain disclosures by the directors may be required prior to taking official action at the meeting. The Directors reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Written disclosures of conflicts of interest were filed with the Secretary of State at least 72 hours prior to the meeting.

Agenda	Mr. Waldron presented the proposed agenda to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda, as amended.
Public Comment	Ms. Martin presented the board with an issue regarding irrigation covers and thistles.
Consent Agenda	<p>Upon motion duly made and seconded, the Board unanimously approved all items on the consent agenda as follows:</p> <ul style="list-style-type: none"> a. Approve October 9, 2014 Regular and Special Meeting Minutes b. Approve Claims Payable – Check Nos. 1323-1324 in the amount of \$118,779.38 c. Approve and Ratify Work Order No. 12 to Landscape Agreement in the amount of \$670.80 d. Approve and Ratify Independent Contractor Agreement with Shad Wilson for 2014 Holiday Lighting in the amount of \$11,916.50 e. Approve Work Order No. 1 to Colorado Lighting Independent Contractor Agreement in the amount of \$1,615.50 plus permit fees f. Accept Water Usage Tracking Report g. Approve and Ratify Clubhouse Rental Fee Increase h. Approve and Ratify Covenant Enforcement Committee Recommendations: <ul style="list-style-type: none"> i) None i. Approve and Ratify Architectural Review Committee Recommendations: <ul style="list-style-type: none"> i) None j. Resignation of Richard Tashma from the Strategic Planning and Long-Term Facilities Planning Committee k. Approve Special District Disclosure Pursuant to § 32-1-809 C.R.S. l. Ratify Designation of Member Representative and Alternate Member Representative for the CSD Property and Liability Pool m. Ratify and Approve 3rd Quarter 2014 Quarterly Report – Continuing Disclosure Series 2005 and Series 2008 Bonds n. Approve White Bear Ankele Tanaka & Waldron Engagement Letter o. Accept September 30, 2014 Financial Statements
Election of Vice President	The Board elected Robert Jenkins as its Vice President and Richard Tashma as its Assistant Secretary.

Landscape Maintenance

Review Landscape Maintenance Report	Mr. Deupree reviewed the Landscape Maintenance Report with the Board and provided a general update.
-------------------------------------	---

Other Landscape Maintenance	None.
-----------------------------	-------

*Director Tashma left the meeting

Clubhouse/Pool Operations Report

Clubhouse Management Report	Mr. Jenkins reviewed the Clubhouse Management Report with the Board and provided a general update.
-----------------------------	--

2014 Pool Closing Inventory and End of Season Report	The Board engaged in general discussion, no action was taken.
--	---

Other Clubhouse/Pool Operations	None.
---------------------------------	-------

Facilities Management/District Operations

Review Facilities Management Report	Ms. Borisov reviewed the Facilities Management Report with the Board
-------------------------------------	--

Fence Audit	Upon discussion, the Board deferred the audit.
-------------	--

YMCA Recreation Parcel Sign	The Board engaged in general discussion, no action was taken.
-----------------------------	---

Voles in Common Areas	Ms. Borisov provided the Board with an update.
-----------------------	--

Other District Operations	The Board engaged in general discussion regarding providing Ms. Borisov and Ms. Armitage with access to make changes to the District's website. Following discussion, upon motion duly made and seconded, the Board unanimously approved access.
---------------------------	--

The Board engaged in discussion regarding the need to appoint Directors to the Website Committee. Following discussion, upon motion duly made and seconded, the Board unanimously appointed Director Lent and Director Jenkins to the Website

Committee.

The Board engaged in discussion regarding Richmond's installation of unapproved signs. The Board requested management discuss the matter with Richmond.

**Financial Report/
Financial Matters**

Discuss Lockbox Options

The Board engaged in general discussion, no action was taken.

Review and Consider
Acceptance of Financial
Report

Mr. Gonzales reviewed the September 30, 2014 financial statements with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously accepted the financial statements as presented.

2014 Budget Amendment
Hearing/Adoption of
Resolution Amending 2014
Budget

The 2014 budget amendment hearing was opened by Director Lent. There being no public comment the hearing was closed. Following discussion, upon motion duly made and seconded, the Board unanimously approved to adopt the budget amendment resolution as presented.

2015 Budget
Hearing/Adoption of Budget
Resolution

The 2015 budget hearing was opened by Director Lent. There being no public comment the hearing was closed. Mr. Gonzales presented the 2015 budget and budget resolution to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the budget and budget resolution, appropriated the funds as reflected therein and certified and operational mill levy of 25.000 mills, a debt service mill levy of 50.000 mills, and a contractual obligation levy of 1.000 mill.

Auditor Proposals for 2014
Audit

Mr. Gonzales reviewed the Auditor Proposals for the 2014 Audit with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the engagement of Dazzio & Plutt, LLC

Reconciliation of Century
Deposit

A general update was presented to the Board.

Other Financial Matters

None.

Legal Matters

2015 Annual Administration
Resolution

Mr. Waldron presented the Board with the 2015 Annual Administrative Resolution for consideration. Following discussion, upon motion duly made and seconded, the Board

unanimously approved the resolution as presented.

Approve Intergovernmental Agreement with the City of Aurora

Mr. Waldron presented the Board with the Intergovernmental Agreement with the City of Aurora. Following discussion, upon motion duly made by Director Dempsey and seconded by Director Lent, the Board unanimously approved the agreement as presented.

Approve Engagement of Design Concepts for ACOS Planning Grant Application

Mr. Waldron presented the Board with the Engagement Letter of Design Concepts for ACOS Planning Grant Application. Following discussion, upon motion duly made by Director Lent and seconded by Director Tashma, the Board unanimously approved the engagement as presented.

Insurance Matters

The Board was given a general update regarding the Property and Liability Schedule and Limits as well as Crime Coverage, Fidelity Bonds, and Designated Agent Endorsement.

Other Legal Matters

The Board considered a proposal in which Board members would only receive compensation if they attended at least 50% of a Board meeting. Following discussion, upon motion duly made and seconded, the proposal was approved.

*Director Tashma returned to the meeting

Directors' Items

Other Director Items

The Board was given a general update on the YMCA project, no action was taken.

Other Business

Adjournment

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

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


Secretary for the Meeting

The foregoing minutes were approved on the 12th day of February, 2015.