MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: February 13, 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 Jack Lent Mike Dempsey Robert Jenkins

Also present were Clint C. Waldron, Esq., White, Bear & Ankele Professional Corporation, General Counsel; Carrie Bartow, CliftonLarsonAllen, LLP, District Accountant; Nate Adams, Brickman; Kimberly Armitage; YMCA; Ryan Frasier, Xcel Energy; and Irene Borisov, Summit Association Management.

The following residents were in attendance:

Ed Camblini Eric Camblini Josh Deupree

Call to Order

Director Tashma 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

Public comment was made regarding holiday lighting and the possibility of a Facebook page.

Consent Agenda

Upon motion duly made and seconded, the Board unanimously approved all items on the consent agenda as follows:

- a. Approve January 9, 2014 Meeting Minutes
- b. Approve Claims Payable Check Nos. 1115-1130 in the amount of \$53,306.96
- c. Second Amendment to Ground Lease
- d. Work Order No. 2 to Mindstorm Contract

Update on Land Acquisition and Recreation Amenities

Director Tashma read a letter dated February 13, 2014 regarding an update on the land acquisition and recreation amenities into the record. Following discussion, upon motion duly made and seconded, the Board unanimously approved the letter, subject to final review by legal counsel.

Landscape Maintenance

Review Landscape Maintenance Report Mr. Adams reviewed the Landscape Maintenance Report with the Board.

Work Orders/Proposals

Mr. Adams presented a proposal to plant twenty additional trees throughout the District to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the proposal in the amount of \$8,275.00.

Mr. Adams presented a proposal to install summer annuals in the nine beds throughout the District to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the proposal in the amount of \$4,265.00.

Other Landscape

Director Lent requested that Mr. Adams contact the City of

Maintenance

Aurora Forestry Department to determine whether they will assist the community with tree replacements.

YMCA Report

Clubhouse Management Report Ms. Armitage reviewed the Clubhouse Management Report with the Board.

Update on Park and Recreation Advisory Committee

Ms. Armitage provided an update on the Park and Recreation Advisory Committee to the Board.

Work Orders/Proposals

Consider Audio Visual Repair Proposal Ms. Armitage presented the ListenUp proposal to repair the audio visual system in the Clubhouse to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the proposal in the amount of \$1,230.84.

Pool Heater

Ms. Armitage presented the proposals to remove and replace the pool heater to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the proposal in the amount of \$17,039.50 with Peak One Pool & Spas.

Facilities Management/District Operations

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

Covenant Enforcement

The property owner at 6294 S. Kewanee Way requested an extension to June 1, 2014 to remove his fence. Following discussion, upon motion duly made and seconded, the Board unanimously approved the extension.

Architectural Review Matters

Ms. Borisov provided the Board with an update regarding Architectural Review Matters.

Work Order/Proposals

Ms. Borisov provided a general update to the Board regarding the status of current work orders and proposals.

Collection/Delinquent Accounts Ms. Borisov requested the Board allow her to provide coupon books to the residents in the District. Following discussion, upon motion duly made and seconded, the Board unanimously approved the coupon books.

Other Facilities Management

None.

Financial Report/ClaimsPayable/Fina ncial Matters

Review and Consider Acceptance of Financial Report

Ms. Bartow reviewed the December 31, 2013 financial statements with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously accepted the financials.

Other Financial Matters

Ms. Bartow presented the Quarterly Disclosure to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the disclosure.

Legal Matters

Other Legal

None.

Directors' Items

Discussion Regarding Marijuana Use

The Board engaged in general discussion regarding possession of marijuana on District property. General Counsel will bring back policy recommendations at a future meeting.

Discussion Regarding Xcel Energy Power Point Mr. Frasier provided an overview of the transmission line project to the Board.

Other Director Items

None.

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 13th day of March, 2014.