

MINUTES OF A REGULAR MEETING OF THE BOARD OF
DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: April 10, 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
Josh Deupree

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; and Irene Borisov, Summit Association Management.

The following residents were in attendance:

Lee Kogel

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.

Public Comment

None.

Consent Agenda

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

- a. Approve March 13, 2014 Meeting Minutes
- b. Approve Claims Payable – Check Nos. 1146-1164 in the amount of \$55,696.93

Update on Land Acquisition and Recreation Amenities

Director Tashma read a letter dated April 10, 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.

Mr. Adams informed the Board that the irrigation system has been checked and the trees for the pending work orders will be planted next week.

Mr. Adams informed the Board that the Century Drainage issue has killed two trees. The Board requested that legal counsel follow up with Century.

Work Orders/Proposals

Mr. Adams presented the Smoky to Euclid river rock installation proposal to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the proposal in the amount of \$23,699.38.

Other Landscape Maintenance

None.

YMCA Report

Clubhouse Management Report

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

Update on Park and Recreation Advisory Committee

Ms. Armitage informed the Board that the Park and Recreation Advisory Committee is scheduled to meet on April 24, 2014 at 6:00 p.m.

Work Orders/Proposals

Ms. Armitage presented a proposal to the Board from Pine Ridge Elementary School ECS Program to use the pool on various days and times between July and September. The Board declined the request.

Facilities Management/District Operations

Review Facilities Management Report

Ms. Borisov reviewed the Facilities Management Report with the Board and provided an update on sending coupon booklets to homeowners.

Covenant Enforcement

Ms. Borisov provided the Board with an update regarding Covenant Enforcement.

Ms. Borisov informed the Board that the homeowner at 6570 South Ider Street received a violation for missing the required 50% bed coverage in the backyard. The homeowner responded by saying she will submit plans to plant additional landscaping but will wait until her allergies are under control before she proceeds with the planting. Ms. Borisov will follow up regarding a doctor's note and a possible enforcement lien.

Ms. Borisov informed the Board that the homeowner at 6463 S. Irvington Way also received a violation for missing the required 50% bed coverage in the backyard. She indicated that she submitted plans for her backyard to the HOA and received approval in 2009. Neither Summit Association Management nor the homeowner has a copy of the approval. The Board requested that Ms. Borisov ask the homeowner if she would consider adding the 50% requirement if the Board provided an extension and allowed it to be done in stages.

Architectural Review Matters

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

Work Order/Proposals

None.

Collection/Delinquent Accounts	Mr. Waldron provided a general update to the Board regarding collections and delinquent accounts. The Board directed legal counsel to send a letter to CPHW informing them they have defaulted on their payment arrangement and therefore, all fees are due within ten days. If full payment is not received within ten days, fines and interest will accrue, and the collections process will continue.
Review and Approve Revisions to Residential Improvement Guidelines and Site Restrictions	The Board engaged in general discussion regarding the Revisions to the Residential Improvement Guidelines and Site Restrictions. The Board tabled this matter until the next meeting.
Other Facilities Management	None.

**Financial
Report/Claims Payable/
Financial Matters**

Review and Consider Acceptance of Financial Report	Ms. Bartow reviewed the February 28, 2014 financial statements with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously accepted the financial statements as presented.
Review Financial Projections	The Board deferred this item to Executive Session.

Legal Matters

Discuss Shared Use Parking Agreement	The Board engaged in general discussion regarding the Shared Use Parking Agreement with Cherry Creek Schools. No action was taken.
Review and Consider Second Amended and Restated Collection Resolution	Mr. Waldron presented the Second Amended and Restated Collection Resolution to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously adopted the resolution.
Review and Approve Rules and Regulations for District Parks and Open Space Pursuant to Section 18-9-117, C.R.S. and Section 32-1-1001, C.R.S.	The Board engaged in general discussion regarding the Rules and Regulations for District Parks and Open Space. This item was deferred.
Discuss Naming of Park	The Board engaged in general discussion regarding the naming of the park.

Discuss Debt Refinancing

This item was deferred.

Acceptance of Special
Warranty Deed for Tracts A
and C, Filing No. 12

Mr. Waldron presented the Special Warranty Deed for Tracts A and C, Filing No. 12 to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board accepted the deed.

Executive Session Pursuant
to Section 24-6-402(4)(b)
and (e) to Consult with the
Attorney on Specific Legal
Questions and to Develop
Negotiating Positions,
Strategy, and Instruct
Negotiators Regarding the
YMCA Ground Lease

Following discussion, upon motion duly made and seconded, the Board convened into Executive Session for purposes of consulting with legal counsel on specific legal questions and to develop negotiating positions, strategy and instruct negotiations regarding the YMCA Ground Lease pursuant to Section 24-6-402(4)(b) and (e), C.R.S.

Following discussion, upon motion duly made and seconded, the Board came out of Executive Session and commenced in regular session.

Other Legal Matters

None.

Directors' Items

Other Director Items

None.

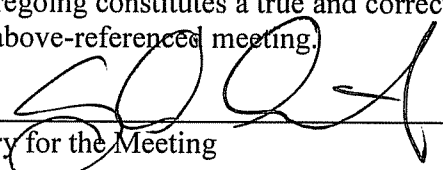
Other Business

The Board will hold a special meeting on April 21, 2014 at 9:30 a.m. at the Clubhouse.

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 15th day of May, 2014.