

MINUTES OF A REGULAR MEETING OF THE BOARD OF
DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: August 14, 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 Tanaka & Waldron, General Counsel; Bobby D. Greene, Esq., White Bear Ankele Tanaka & Waldron, General Counsel; Carrie Bartow, CliftonLarsonAllen, LLP; Nate Adams, Brickman; Kimberly Armitage; YMCA; Carly Smith; YMCA; Maddie Rich; YMCA; and Irene Borisov, Summit Association Management.

The following residents were in attendance:

Jon Groat
Jasmine Hain

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 revised.

Public Comment None.

Recognition for Meritorious Actions Mr. Tashma and Mr. Jenkins presented an award to Ms. Smith and Ms. Rich for meritorious action.

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

- a. Approve July 10, 2014 Meeting Minutes
- b. Approve Claims Payable Represented by Check Nos. 1212-1226 in the amount of \$100,049.69
- c. Accept Landscape Maintenance Report from Brickman
- d. Approve and Ratify Landscape Maintenance Work Orders and Proposals:
 - i) Native Weed Spray - \$954.00
 - ii) Beauty Band - \$250.00
 - iii) Native Mow - \$350.00
 - iv) Mow Recreation Site Parcel - \$995.00
 - v) Drainage Rock Improvement on Wheatland's Pkwy - \$498.27
- e. Accept Water Usage Tracking Report
- f. Accept Clubhouse/Pool Operations Report
- g. Accept District Operations Report
- h. Ratify Approval of Audit Extension Request
- i. Ratify Safety Grant Applications to CSD Pool for Reimbursement

Landscape Maintenance

Landscape Maintenance Committee Report Director Deupree and Mr. Adams provided an update on landscape maintenance matters.

Other Landscape Maintenance The Board discussed recommendations for the 2015 Landscape Maintenance Contract.

Clubhouse/Pool Operations

Clubhouse/Pool Operations Director Jenkins and Ms. Armitage provided an update on

Committee	clubhouse and pool operations.
Proposed Changes to Pool Rules and Regulations	The Board discussed allowing anyone nine or older to use the pool unaccompanied by a parent or guardian, while anyone younger than nine would have to be accompanied by someone who is at least 13 years old. Following discussion, upon motion duly made and seconded, the Board unanimously approved revising the pool rules and regulations to reflect this change.
Other Clubhouse/Pool Operations	None.
District Operations	
District Operations Committee Report	Ms. Borisov and Director Lent provided an update on District operations.
Holiday Lighting	The Board discussed holiday lighting and directed Management to proceed with proposals.
Other District Operations	None.
Financial Report/ Financial Matters	
Review and Consider Acceptance of Financial Report	Ms. Bartow reviewed the June 30, 2014 unaudited financial statements with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously accepted the financial statements.
Second Quarter Continuing Disclosure Report	The Board engaged in general discussion regarding the Second Quarter Continuing Disclosure Report. Following discussion, upon motion duly made and seconded, the Board unanimously accepted the Second Quarter Continuing Disclosure Report.
Other Financial Matters	None.
Legal Matters	
Resolution Concerning Authorization for Committee Approval of Contracts and Payment of Claims	The Board engaged in general discussion regarding the Resolution Concerning Authorization for Committee Approval of Contracts and Payment of Claims. It was noted that the consultants are to verify appropriated amounts prior to sending the request for authorization to the Committee for approval. Following discussion, upon motion duly made and seconded, the Board unanimously approved the resolution as amended.

Parking Lot Joint Use and Reciprocal License Agreement with Cherry Creek School District No. 5 Concerning Reciprocal Use of Parking Lots	The Board engaged in general discussion regarding the Parking Lot Joint Use and Reciprocal License Agreement with Cherry Creek School District No. 5 Concerning Reciprocal Use of Parking Lots. Following discussion, upon motion duly made and seconded, the Board unanimously approved the License Agreement.
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Revised Engagement Letter with White Bear Ankele Tanaka & Waldron	Deferred.
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Engagement of Municipal Advisor or Underwriter	The Board engaged in general discussion regarding engagement of a municipal advisor or underwriter to assist in restructuring the existing debt. Following discussion, upon motion duly made and seconded, the Board unanimously approved engaging DA Davidson.
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Discuss Accounting Services Proposals	Moved to Directors' Items.
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Other Legal Matters	None.
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Directors' Items

SDA Proxy Designation	The Board discussed the appointment of a representative and proxy for voting at the Special Districts Property and Liability Pool Annual Membership Meeting. Following discussion, upon motion duly made and seconded, the Board unanimously appointed Mr. Tashma as the representative and proxy of the District.
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September Meeting Schedule	The September meeting will be cancelled.
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Accounting Services Proposals	The Board discussed the proposals for accounting services and proposal comparison and summary provided by Director Dempsey. Following discussion, upon motion duly made and seconded, the Board unanimously approved the engagement of Marchetti & Weaver as the District's accountant as of September 1, 2014 and the termination of CliftonLarsonAllen. Director Dempsey and Mr. Waldron will work with Marchetti & Weaver and CliftonLarsonAllen on the transition.
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Other Director Items	None.
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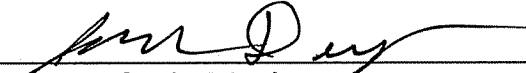
Other Business

September Meeting Schedule	Moved to Directors' Items.
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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 9th day of October, 2014.