

MINUTES OF A REGULAR MEETING OF THE BOARD OF  
DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: November 8, 2012 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  
Kevin McGlynn  
Mark Zwingelberg  
Darrin "Lee" Scheck

Director Perry was absent and excused.

Also present were Clint Waldron, Esq., White, Bear & Ankele Professional Corporation, General Counsel; Erica Sandoval, Colorado Management, District Manager; Carrie Bartow, CliftonLarsonAllen, District Accountant; Kimberly Armitage, YMCA; Nate Adams, Brickman, District landscape contractor; Marcy McCulloch; and two residents.

Call to Order

Director McGlynn 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. After consideration, the Board unanimously approved the agenda.

**Public Comment**

None.

**Consent Agenda**

A motion was made and seconded to approve all items on the consent agenda as follows:

- a. Approve October 11, 2012 Regular Meeting Minutes
- b. Approve Claims Payable
- c. Accept Solicitation Disclosure Statement

The motion was approved unanimously.

**YMCA Report**

**Clubhouse  
Rentals/Programming**

Ms Armitage provided a general report on the clubhouse rentals and programming.

**Landscape Maintenance**

**Review Landscape  
Maintenance Report**

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

**Irrigation Water Usage  
Tracking Report**

Mr. Adams reviewed the Irrigation Water Usage Tracking Report with the Board.

**Work Orders/Proposals**

The Board requested that Brickman provide a proposal to trench the main line extension on Wheatlands Parkway.

**Other Landscape  
Maintenance**

None.

**Facilities Management**

**Review Facilities  
Management Report**

Ms. Sandoval reviewed the Facilities Management Report with the Board. Ms. Sandoval informed the Board the owner of 6406 S. Ider Way requested to have the District modify the landscaping adjacent to his home. The Board approved the work subject to payment of costs by the owner and the District doing the work.

Ms. Sandoval presented the 2013 billing options to the Board.

Statements cost \$.75 per statement plus postage and coupons cost \$5.00 per book for the entire year. The Board requested additional information and deferred action until the next meeting.

2012 YTD Summary of  
Operations

Ms. Sandoval presented the 2012 YTD Summary of Operations to the Board. The Board engaged in general discussion.

Work Orders/Proposals

Installation of Pet Waste  
Stations

Mr. Waldron mentioned a free service provided by Poo Free Parks and will provide additional information regarding this service to Ms. Sandoval.

ARC Requests

Ms. Sandoval provided the Board with a general update regarding ARC requests. Ms. Sandoval also presented revised architectural design review submittal fees. A motion was made, seconded and unanimously carried to approve the fees.

Covenant Enforcement

Ms. Sandoval provided the Board with a general update regarding covenant enforcement. The Board is still waiting for proposed language regarding basketball hoops in driveways from the residents.

Ms. Sandoval noted the installation of a patio/cover on 6377 S. Ider Way is in violation of the guidelines. Ms. Sandoval was asked by the Board to contact the city's code enforcement office.

Status of Website Updates  
and Blog

The Board engaged in general discussion regarding the status of website updates and manager's blog. The Board requested that Mr. Waldron discuss email blasts with Hughes & Stuart.

Other Facilities Management

Request for Tennis Courts

The Board engaged in general discussion regarding the request for tennis courts.

Revisions to Residential  
Improvement Guidelines

Previously discussed.

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

Discuss Draft 2013 Budget

Ms. Bartow reviewed the draft 2013 budget with the Board.

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| Consider Acceptance of Financial Report | Ms. Bartow reviewed the financial report with the Board. A motion was made to accept the report. The motion was seconded and unanimously approved.   |
| Status of Point & Pay                   | Ms. Bartow noted that Mr. Urkoski in her office will be providing information regarding Point & Pay to Colorado Management.  |
| Other Financial Matters                 | The Board discussed the need for a long term financial projection. After discussion, the Board authorized CliftonLarsonAllen to prepare the projection in an amount not to exceed \$5,000. |

### **Legal Matters**

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| Resolution Relating to the Creation of a Parks and Recreation Enterprise             | This was deferred.   |
| Discuss Correspondence from Jeffrey N. Herren, Attorneys at Law                      | The Board engaged in general discussion regarding the correspondence from Jeffrey N. Herren. The Board authorized White, Bear & Ankele to respond to the letter. Director Tashma abstained from voting.  |
| Discuss Proposed Term Sheet for the Acquisition of Real Property From Hill Road, LLC | The Board reviewed the letter of intent for the acquisition of property. A motion was made, seconded and unanimously carried to approve the letter. The Board authorized Mr. McGlynn to sign the LOI and approve any necessary agreements and costs associated with the acquisition in an amount not to exceed \$15,000.   |
| Discuss Proposed Term Sheet with the YMCA  | The Board engaged in general discussion regarding the proposed term sheet with the YMCA.   |
| Executive Session Pursuant to Section 24-6-402(4)(b) and (e)                         | Pursuant to Section 24-6-402(4)(b) and (e), C.R.S., a motion was made, and being supported by an affirmative vote of at least two-thirds of the quorum in attendance, that the Board convene in an executive session for the sole purpose of consulting with the attorney on specific legal questions and to develop negotiating positions, strategy and instruct negotiators regarding the purchase of property from Hill Road, LLC and the term sheet with the YMCA. Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the District's attorney, constitute privileged |

attorney-client communication. The Board did not engage in discussion of any matter not enumerated in Section 24-6-402(4)(b) or (e). The Board did not adopt any proposed policy, position, resolution, rule, regulation, or formal action.

Other Business

The Board determined to hold a Work Session on Thursday, November 29, 2012 at 9:00 a.m. to review and discuss the financial projection prepared by CliftonLarsonAllen.

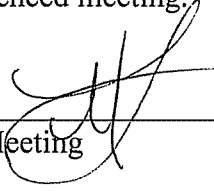
Next Meeting

The next regular meeting of the Board will be the budget hearing held on December 13, 2012.

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.

  
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Secretary for the Meeting

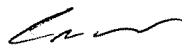
The foregoing minutes were approved on the 13<sup>th</sup> day of December, 2012.

Attorney Statement

REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Wheatlands Metropolitan District, I attended the executive session meeting referenced in the above minutes, for the sole purpose of discussing specific legal advice regarding consulting with the attorney on specific legal questions and developing negotiating positions, strategy and instruct negotiators regarding the purchase of property from Hill Road, LLC and the term sheet with the YMCA. I further attest it is my opinion that portions of the executive session discussion constituted a privileged attorney-client communication and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S. – of that portion of the executive session constitutes an attorney-client communication.

Signature



Name and Title

Clint Wulfsberg, General

Date

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