

MINUTES OF A REGULAR MEETING OF THE BOARD OF
DIRECTORS OF

WHEATLANDS METROPOLITAN DISTRICT

Held: June 9, 2016, at 6:45 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:

Jack Lent
Rob Jenkins
Josh Deupree
Paulette Martin

All Director absences are deemed excused unless otherwise noted in these minutes.

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, General Counsel; Kimberly Armitage, YMCA; Kevin Cox, COX Landscaping, Inc. and Rick Gonzales, Marchetti & Weaver, District Accountant.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called 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

The Board reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Board approved the agenda, as amended.

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 April 12, 2016 Special Meeting Minutes, April 14, 2016 Regular and Special Meeting Minutes and May 26, 2016 Special Meeting Minutes
- b. Approve Claims Payable in the amount of \$143,259.62 represented by check nos. 1676-1708
- c. Accept Water Usage Tracking Report
- d. Approve and Ratify Covenant Enforcement Committee Recommendations – None
- e. Approve and Ratify Architectural Review Committee Recommendations – None
- f. Accept April 2016 Financial Statements
- g. Approve Work Order No. 18 to COX Contract for Annual Flowers in the amount of \$6,560.00
- h. Consider Ratification of Cooperation Agreement with Wheatlands Peak, LLC
- i. Consider Ratification of Termination of Calhoun Easement
- j. Consider Ratification of Termination of Ider Easement
- k. Consider Ratification of Termination of Agreement Regarding Usage of Trails and Open Space and Payment of Related Fees (Wheatlands PA-6)
- l. Consider Ratification of Sump Pump Proposal from Pool Doctor in the amount of \$8,180.06
- m. Consider Ratification of Fifth Amendment to Ground Lease - YMCA
- n. Consider Approval of Spencer Fane Conflict Waiver for Foreclosure Representation
- o. Consider and Approve Intergovernmental Agreement with CSD Pool and Designation of Member Representative

Landscape Maintenance

Landscape Maintenance Report

Mr. Deupree and Mr. Cox reviewed the Landscape Maintenance Report with the Board. It was noted that the annuals have been planted, the irrigation system is up and running, the mulch installation has been completed, the ornamental grasses have been planted and that native mowing needs to be completed along fence lines.

Work Orders and Proposals

Mr. Cox discussed a partial work order for mulch to be installed on Wheatlands Parkway. Following discussion, upon motion duly made and seconded, the Board approved the work order. It was noted that the Landscape Committee would work with Mr. Cox on additional work orders.

2016 Weed Control Plan

It was noted that the Landscape Committee will be meeting

with COX next week

Discuss Native Watering

It was noted that the native grasses will be watered only as necessary.

Discuss Bowman Vision
Land's Evaluation of
Detention Ponds

The Board engaged in general discussion. The Landscape Committee will review the evaluation with Mr. Cox.

Discuss Isolation of
Irrigation on South Side of
Calhoun

The Board engaged in general discussion. No action was taken.

Other Landscape
Maintenance

None.

Recreation/Community Activities/Programming

Clubhouse/Pool Operations
Report

Director Jenkins and Ms. Armitage reviewed the Clubhouse/Pool Operations Report with the Board and gave a general update.

Work Orders/Proposals

Shade Options

Ms. Armitage presented the Board with proposals for shade options for consideration. Following discussion, upon motion duly made and seconded, the Board approved the umbrella proposal.

Clubhouse Painting

The Board determined to defer this agenda item.

Other Recreation/Community
Activities/Programming

Ms. Armitage presented a request she received from a homeowner to rent the Clubhouse for a community Bunco game. Following discussion, upon motion duly made and seconded, the Board approved the request.

Ms. Armitage presented a request she received from a homeowner for a waiver of fees. Following discussion, upon motion duly made and seconded, the Board approved the waiver of fees.

Ms. Armitage discussed with the Board the charge for key fobs to access the Clubhouse. Following discussion, upon motion duly made and seconded, the Board determined to charge at cost for each fob.

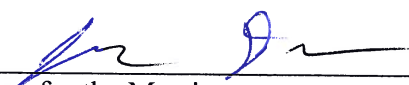
Property Management Committee Report

District Management Report

The Board determined to defer this agenda item.

Collections Update	The Board determined to defer this agenda item.
Other District Management	The Board determined to defer this agenda item.
Financial Report/ Financial Matters	
Draft of 2015 Audit	Mr. Gonzales presented the Board with a draft of the 2015 Audit. Following discussion, upon motion duly made and seconded, the Board accepted the audit, subject to final review by legal counsel.
Audit Management Representation Letter	Mr. Gonzales presented the Board with the Audit Management Representation Letter for consideration. Following discussion, upon motion duly made and seconded, the Board approved the letter.
Consideration of Automated Bill Pay	The Board engaged in discussion. Following discussion, upon motion duly made and seconded, the Board authorized the use of Bills.com.
Discuss Fund Categories	The Board determined to defer discussion of fund categories.
Discuss Preliminary AV	The Board determined to defer discussion of the preliminary assessed valuation.
Other Financial Matters	The Board engaged in general discussion regarding the meeting schedule and timing of financial statements.
Legal Matters	
<i>Update on Aurora Regional Improvement Authority and Proposed Improvements</i>	
Consider Waiver of Potential Conflicts of Interest (Kutak Rock – Special Counsel)	The Board engaged in general discussion. No action was taken.
Consider Waiver of Potential Conflicts of Interest (White, Bear, Ankele, Tanaka & Waldron – General Counsel)	The Board engaged in general discussion. No action was taken.
Consider Approval of Authority Agreement	The Board determined to defer the consideration of approval of the Authority Agreement.
Update on Grand Peaks Apartment Project	Mr. Waldron gave a general update.
<i>Update on YMCA Project</i>	

Consider Engagement of Kutak Rock, LLP as Special Counsel	The Board engaged in general discussion. No action was taken.
Consider and Approve Sixth Amendment to Ground Lease – YMCA	Mr. Waldron presented the Sixth Amendment to Ground Lease – YMCA to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board approved the amendment.
Next Steps on Park Master Plan	The Board determined to defer discussion regarding the next steps to the Park Master Plan.
Update on Discussions with the City Regarding Landscape Maintenance Responsibilities	Mr. Waldron gave an general update.
<i>Discuss and Consider Proposals for Services</i>	
Management	The Board interviewed interested firms and requested additional information. No action was taken.
Property Management	The Board interviewed interested firms and requested additional information. No action was taken.
Covenant Enforcement/Architectural Control	The Board interviewed interested firms. Following discussion, upon motion duly made and seconded, the Board engaged Community Preservation Specialists, Inc. for covenant enforcement and architectural control services.
Operations Fee Billing and Collection	The Board interviewed interested firms and requested additional information. No action was taken.
Other Legal Matters	None.
Directors' Items	
Other Director Items	None.
Other Business	The Board determined to hold a special meeting on June 23, 2016, at 6:30 P.M. The next regular Board meeting will be held on August 11, 2016 at 6:45 P.M.
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 11th day of August, 2016.