

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
LITTLETON VILLAGE METROPOLITAN DISTRICT NOS. 1 & 3
(THE “DISTRICTS”)
HELD
APRIL 4, 2024

A special meeting of the Boards of Directors of the Littleton Village Metropolitan District Nos. 1 and 3 (referred to hereafter as the “Boards”) was convened on Thursday, April 4, 2024 at 5:30 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

District No. 1:

John (Jack) C. Buchanan, Jr., President
Sherry Buchanan, Secretary/Treasurer

District No. 3:

John (Jack) C. Buchanan, Jr., President
Sherry Buchanan, Secretary/Treasurer

Also, In Attendance Were:

Denise Denslow and Thuy Dam; CliftonLarsonAllen LLP (“CLA”)
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C. (“ISP”)

ADMINISTRATIVE MATTERS

Call to Order and Agenda: The Board called the meeting to order at 5:31 p.m. Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Disclosures of Potential Conflicts of Interest: The Boards were advised that pursuant to Colorado law, certain disclosures by the Boards’ members may be required prior to taking official action at the meeting. Attorney Pogue reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Attorney Pogue inquired into whether members of the Boards had any additional disclosures of potential or existing

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conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Quorum, Location of Meeting and Posting of Meeting Notice: Ms. Denslow confirmed a quorum, the location of the meeting and the posting of the meeting notice.

Public Comment: No public comment.

CONSENT AGENDA

- Minutes from the October 10, 2023 Regular Meeting and Minutes from the October 10, 2023 Annual Meeting of the Districts

Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the Consent Agenda, as presented.

FINANCIAL MATTERS

December 31, 2023 Unaudited Financial Statements (District No. 3): Ms. Dam reviewed the Unaudited Financial Statements with the District No. 3 Board, noting that a portion of the uncollected maintenance fees have been received and that there were unanticipated additional costs in the General Fund. Discussion ensued regarding the budget and the 2024 maintenance fee.

Following discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the District No. 3 Board approved the December 31, 2023 Unaudited Financial Statements, as presented.

Interim Claims in the amount of \$78,821.50 (District No. 3): Ms. Dam presented the Interim Claims to the District No. 3 Board, noting that the claims represent the period of time from October 1, 2023 to March 15, 2024. Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the District No. 3 Board approved the Interim Claims in the amount of \$78,821.50, as presented.

December 31, 2023 Audit Exemption (District No. 3): Ms. Dam reviewed the Audit Exemption with the District No. 3 Board, stating that the exemption had been completed and filed by the March 31, 2024 statutory deadline. Following review, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the District No. 3 Board ratified approval of the December 31, 2023 Audit Exemption, as presented.

LEGAL MATTERS

Resolution Regarding 2024 Maintenance Fees (District No. 3): Attorney

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Pogue reviewed the Resolution with the District No. 3 Board. Discussion ensued regarding the calculation for 2024. As identified in the Resolution, invoices will be sent twice a year. Following discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the District No. 3 Board approved the Resolution Regarding 2024 Maintenance Fees, as presented.

Resolution Regarding Adopting the Technology Accessibility Statement and Technical Standards: Attorney Pogue reviewed the Resolution with the Boards. The Resolution puts into place new regulations to provide accessibility to persons with disabilities and requires a notice to be posted on the website to provide contact information should issues of access still pertain. Attorney Pogue stated that both ISP and CLA are working to meet the July deadline.

Following review and discussion, upon a motion duly made by Director Jack Buchanan, seconded by Director Sherry Buchanan and, upon vote, unanimously carried, the Boards approved the Resolution Regarding Adopting the Technology Accessibility Statement and Technical Standards, as presented.

In addition, Attorney Pogue briefed the Boards on discussions with District 2 regarding the remaining outstanding balance due to Watt from the funding agreement, which will discharge in 2035. Watt representatives have communicated that they do not wish to write this obligation off and will wait for it to expire. Discussion ensued regarding various funding sources as they relate to finishing the infrastructure in District 3. Attorney Pogue will provide additional information as it becomes available.

MANAGER MATTERS

Ms. Denslow informed the Boards that the Rock Shop has continued to put non-conforming signage in the District's property along Broadway. They have already been asked to discontinue, however, CLA will remind them again that they cannot use District property for their signage. If necessary, Attorney Pogue will also communicate this to the Rock Shop.

DIRECTOR MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned at 6:32 p.m.

The next regular meeting is scheduled for July 9, 2024 at 5:30 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-

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referenced meeting.

Respectfully submitted,

Signed by:

Sherry Buchanan

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Secretary for the Meeting