

**MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
MOUNTAIN'S EDGE METROPOLITAN DISTRICT  
(THE "DISTRICT")  
HELD  
March 21, 2017**

A regular meeting of the Board of Directors of the Mountain's Edge Metropolitan District (referred to hereafter as the "Board") was convened on Tuesday, the 21<sup>st</sup> day of March, 2017, at 10:00 A.M., at Peak Community Wellness Center - Foothills Park and Recreation District, 6612 S. Ward Street, Littleton, Colorado. The meeting was open to the public.

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Directors In Attendance Were:

David Grant  
Charles B. Hawn, III  
Jeffrey Powles

Also In Attendance Were:

Elisabeth Cortese; McGeady Becher P.C.  
Cynthia Beyer and Vivian Bonham; CliftonLarsonAllen LLP

The absences of Eric Dome and Kenneth Rabel were excused.

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Disclosure of Potential Conflicts of Interest: Attorney Cortese discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Cortese that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors in advance of the meeting pursuant to statute.

ADMINISTRATIVE  
MATTERS

Approve Agenda; Confirm Location of Meeting and Posting of Meeting Notices; Designate 24-Hour Posting Location: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Powles, seconded by Director Grant and, upon vote unanimously carried, the Agenda was approved.

Approval of Meeting Location and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Powles, seconded by Director Grant and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries, to conduct this meeting, it was determined to conduct the meeting at the above-stated date, time and location. Ms. Beyers further reported that notices were duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries have been received.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Powles, seconded by Director Grant and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-5-402(2)(c), C.R.S., shall be posted within the boundaries of the District as least 24 hours prior to each meeting at the following location: Light pole at southwest corner of Simms and S. Ward St., City of Centennial, Colorado.

Review and Consider Approval of November 18, 2016 Special Meeting Minutes: The Board reviewed the Minutes of the November 18, 2016 Special Meeting. Upon motion duly made by Director Powles, seconded by Director Grant, and upon vote, unanimously carried, the Board approved the Minutes of the November 18, 2016 Special Meeting as presented.

FINANCIAL  
MATTERS

Review, Ratify/Approve Payment of Claims through February 28, 2017: Ms. Bonham provided a review of the District's claims to the Board. Following discussion, upon a motion duly made by Director Powles, seconded by Director Hawn and, upon vote, unanimously carried, the Board ratified approval of Check Number 100 in the amount of \$2,281.66.

Upon a motion duly made by Director Powles, seconded by Director Hawn and, upon vote, unanimously carried, the Board ratified approval of Check Numbers 130 through 137, and Check Numbers 139 through 150 in the amount of \$28,144.89.

Upon a motion duly made by Director Powles, seconded by Director Hawn and, upon vote, unanimously carried, the Board approved Check Numbers 150 through 156 in the amount of \$20,686.83.

The Board directed Ms. Bonham to verify if the 1<sup>st</sup> Bank Savings account was necessary for the District to maintain. If not, Ms. Bonham was directed to close the savings account and transfer the money into the District's checking account.

Review and Accept December 31, 2016 Unaudited Financial Statements:

Ms. Bonham presented the December 31, 2016 Unaudited Financial Statements to the Board. Following review, upon a motion duly made by Director Powles, seconded by Director Grant and, upon vote, unanimously carried, the Board accepted the December 31, 2016 Unaudited Financial Statements.

Discuss Status of 2016 Audit:

Ms. Bonham provided an update to the Board of the 2016 Audit which is on track for completion by the statutory deadline.

LEGAL  
MATTERS

Ratify Approval of Waiver of Conflict of Interest with Sherman & Howard LLC:

Following discussion, upon a motion duly made by Director Powles, seconded by Director Grant and, upon vote, unanimously carried, the Board ratified approval of the Waiver of Conflict of Interest with Sherman & Howard L.L.C.

Review and Consider Approval of Special Warranty Deed from Reserve at the Meadows, LLC to the District: The Board reviewed the Special Warranty Deed conveying Tracts E, F and V from Reserve at the Meadows, LLC to the District. Following discussion, upon a motion duly made by Director Powles, seconded by Director Grant and, upon vote, unanimously carried, the Board approved the Special Warranty Deed and accepted Tracts E, F and V, subject to review of the attorney for Reserve at the Meadows, LLC.

Review and Consider Approval of the Bill of Sale from Reserve at the Meadows, LLC to the District Conveying Certain Public Improvements to the District: The Board reviewed the Bill of Sale from Reserve at the Meadows, LLC to the District Conveying Certain Public Improvements. Following discussion, upon a motion duly made by Director Powles, seconded by Director Hawn and, upon vote, unanimously carried, the Board approved the Bill of Sale from Reserve at the Meadows, LLC to the District Conveying Certain Public Improvements to the District, subject to review of the attorney for Reserve at the Meadows, LLC.

Discuss Obtaining Insurance Coverage for District Owned Improvements:

Attorney Cortese discussed the need for insurance coverage for District owned Improvements. The Board directed staff to obtain the necessary insurance.

Ratify Approval of Easement Agreement [Tract D] between the District and the Reserve at the Meadows, LLC: Following discussion, upon a motion duly made by Director Powles, seconded by Director Hawn and, upon vote, unanimously carried, the Board ratified approval of the Easement Agreement [Tract D] between the District and Reserve at the Meadows, LLC.

Review and Consider Adoption of Resolution No. 2017-03-01 Regarding

Continuing Disclosure Policies and Procedures: Following discussion, upon a motion duly made by Director Powles, seconded by Director Hawn and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-03-01 Regarding Continuing Disclosure Policies and Procedures.

MANAGER  
ITEMS

Discuss Scope of Work for Landscaping Services: Ms. Beyer reviewed with the Board a proposal from CDI Environmental Contractors for landscape maintenance services in the amount of \$13,420.00. The Board requested revisions to the proposal to include seasonal plantings throughout the year. Ms. Beyer is to obtain a revised proposal and provide to District Counsel for preparation of a Service Agreement.

Discuss Retention Pond Annual Cleaning: Ms. Beyer informed the Board that she had requested a proposal from TerraCare for retention pond annual cleaning services, but did not have the proposal yet. The Board directed Ms. Beyer to review the Parks agreement to determine the deadlines and frequency of the retention pond cleaning and get the contract in place for the work.

Discuss Trash Collection Fees: Ms. Beyer informed the Board of the notice received from Waste Management indicating the fees will increase from \$11.10 to \$11.66 per month effective April 1, 2017. Ms. Bonham reported to the Board there was sufficient funding in the budget this year to cover the increase in collection fees from Waste Management.

Other: None.

COVENANT  
ENFORCEMENTS

Discuss Covenant Enforcement and Inspection: The Board discussed covenant enforcement and inspections within District. It was noted that the District Manager's current contract includes one (1) walk-through a month for District common area and landscaping. The Board did not feel additional walk-throughs were necessary at this time. The Board requested the District Manager to provide covenant enforcement inspection reports. The Board also directed the District Counsel to draft Rules and Regulations for the District's covenant enforcement and violations policy. The Board also requested the District Manager to inspect the work done by the landscapers.

The Board directed the District Manager to prepare a monthly/quarterly newsletter to distribute to residents.

Discuss Additional Pricing for Services for Covenant Enforcement by CLA: Ms. Beyer indicated that no additional costs are anticipated at this time.

CAPITAL IMPROVEMENTS

Report on Status of Development and Transfer of Property:

Director Hawn reported to the Board on the current status of development and indicated that forty percent (40%) of the development is currently built out with a total of 84 homes.

OTHER BUSINESS

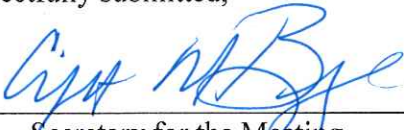
Confirm Quorum for Next Meeting – June 20, 2017

Quorum confirmed for the June 20, 2017 meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Powles, seconded by Director Hawn and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By   
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL MARCH 21, 2017 MINUTES OF THE MOUNTAIN'S EDGE METROPOLITAN DISTRICT REGULAR MEETING BY THE BOARD OF DIRECTORS SIGNING BELOW:

  
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Jeff Powles

  
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David Grant

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Charles B. Hawn, III

  
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Eric Dome

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Kenneth Rabel