MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SECTION 14 METROPOLITAN DISTRICT HELD JULY 11, 2019

A special meeting of the Board of Directors of the Section 14 Metropolitan District, Jefferson County and the City and County of Denver, Colorado was duly posted and held on Thursday, the 11th day of July, 2019, at 11:00 a.m., at the offices of Jordon Perlmutter and Co., 1601 Blake Street, Suite 600, Denver, Colorado 80217. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:
Jay Perlmutter
Jonathan Perlmutter
Douglas C. Ernst
G. Darwin Toll, Jr.
Kenya Jenkins

Also In Attendance Were:
Ann Finn and Steve Beck; Special District Management Services, Inc.

MaryAnn M. McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Dawn Schilling; Schilling & Company Inc. (via speakerphone for a portion of the meeting)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney McGeady noted that a quorum was present and requested members of the Board 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 the statute. It was noted that Directors' Disclosure Statements have been filed for all Directors.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Agenda was approved, as amended.

Approval of Meeting Location: 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, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the District's boundaries to conduct this meeting, it was determined to conduct the meeting at the above stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or requests that the meeting place be changed by residents or tax paying electors within its boundaries.

New Legislation Regarding Posting Meeting Notices and Establishment of a District Website: Attorney McGeady reviewed with the Board the recent change in legislation that authorizes the posting of meeting notices on the District's website as opposed to three physical locations within the boundaries of the District. Attorney McGeady noted the statute does require designating one physical location for the posting of notices in the event the District's website is not functioning and posting on the website cannot occur.

Resolution No. 2019-07-01, Establishing District Website and Designating Location for Posting of 24-Hour Notices: The Board discussed Resolution No. 2019-07-01, Establishing District Website and Designating Location for Posting of 24-Hour Notices.

Following discussion, upon motion duly made by Director Ernst, seconded by Director Toll and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-07-01, Establishing District Website and Designating Location for Posting of 24-Hour Notices.

Eligible Government Entity Agreement: Attorney McGeady reviewed with the Board an Eligible Government Entity Agreement between the Statewide Internet Portal Authority ("SIPA") of the State of Colorado and the District.

Following discussion, upon motion duly made by Director Ernst, seconded by Director Toll and, upon vote, unanimously carried, the Board approved the Eligible Government Entity Agreement between the SIPA.

Minutes: The Board reviewed the Minutes of the November 26, 2018 special meeting.

Following discussion, upon motion duly made by Director Ernst, seconded by Director Toll and, upon vote, unanimously carried, the Board approved the Minutes of the November 26, 2018 special meeting.

First Amendment to Resolution No. 2018-11-01, Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices: The Board discussed a First Amendment to Resolution No. 2018-11-01, Establishing 2019 Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices.

Following discussion, upon motion duly made by Director Ernst, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved the First Amendment to Resolution No. 2018-11-01, Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices. A copy of the Resolution is attached and incorporated herein.

LEGAL MATTERS

Operating Mill Levy Increase and Debt Authorization Election in 2019: Attorney McGeady discussed with the Board a possible operating mill levy increase and conducting a debt authorization election in November 2019.

Following review and discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-07-02 Calling for a Special Election on November 5, 2019.

The Board entered into discussion regarding establishing a Committee to approve final ballot content.

Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Board established a Committee to approve final ballot content.

Service Agreement from Manhard Consulting, Inc. for Surveying Services: The Board reviewed a proposal from Manhard Consulting, Inc. for surveying services.

Following review and discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved the Service Agreement between the District and Manhard Consulting, Inc. for surveying services, for a total of amount of $2,000.

Project Funding and Reimbursement Agreement for Signage at Chanson Plaza: The Board reviewed a Project Funding and Reimbursement Agreement by and between Chanson LLP and the District for Signage at Chanson Plaza.

Following discussion, upon motion duly made by Director Toll, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board approved the Project Funding and Reimbursement Agreement by and between Chanson LLP and the District for Signage at Chanson Plaza.

Project Funding and Reimbursement Agreement for Signage at Belleview Shores: The Board reviewed a Project Funding and Reimbursement Agreement by and between The Section 14 Development Co. and the District for Signage at Belleview Shores.

Following discussion, upon motion duly made by Director Toll, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board approved the Project Funding and Reimbursement Agreement by and between The Section 14 Development Co. and the District for Signage at Belleview Shores.

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period ending Dec. 13, 2018	Period ending Jan. 17, 2019	Period ending Feb. 13, 2019	Period ending March 15, 2019
General	$ 17,005.70	$ 13,655.11	$ 18,451.85	$ 10,706.15
Debt	$ 989,636.52	$ -0-	$ -0-	$ -0-
Capital	$ -0-	$ -0-	$ -0-	$ -0-
Total	**$ 1,006,642.22**	**$ 13,655.11**	**$ 18,451.85**	**$ 10,706.15**

Fund	Period ending April 19, 2019	Period ending May 16, 2019
General	$ 12,711.39	$ 11,345.36
Debt	$ -0-	$ -0-
Capital	$ -0-	$ -0-
Total	**$ 12,711.39**	**$ 11,345.36**

Following review, upon motion duly made by Director Jay Perlmutter, seconded by Director Jenkins and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims as presented.

Unaudited Financial Statements: Mr. Beck reviewed with the Board the unaudited financial statements through the period ending May 31, 2019, and the schedule of cash position statement dated May 31, 2019.

Following review, upon motion duly made by Director Ernst, seconded by Director Toll and, upon vote, unanimously carried, the unaudited financial statements for the period ending May 31, 2019 and the schedule of cash position statement dated May 31, 2019 were accepted, as presented.

2018 Audit: Ms. Schilling reviewed the 2018 draft Audit with the Board.

Following review and discussion, upon motion duly made by Director Toll, seconded by Director Ernst and, upon vote, unanimously carried, the Board approved the 2018 Audit and authorized execution of the Audit Representations Letter, subject to changes noted, final review by General Counsel and receipt of an unmodified opinion letter.

Preparation of 2020 Budget: The Board discussed the preparation of the 2020 Budget.

Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Ernst and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2020 Budget and set the public hearing to consider adoption of the 2020 Budget on Monday, December 2, 2019 at 9:00 a.m. at the regular meeting location.

CAPITAL PROJECTS

Cost Verification Letter from EVO Consulting Services, Inc. ("EVO"): The Board reviewed a draft Cost Verification Letter received from EVO Consulting Services, Inc. for costs associated with the monument at Chanson Plaza and Belleview Shores monuments.

Following review and discussion, upon motion duly made by Director Toll, seconded by Director Ernst and, upon vote, unanimously carried, the Board accepted the Engineer's Cost Verification Letter in the amount of $167,287.09, subject to receipt of a license agreement from the developer.

Capital Improvement Projects for 2019: The Board entered into discussion regarding possible capital improvement projects for 2019. No action was taken by the Board at this time.

Fencing Repair Work (Long Drive): The Board entered into discussion regarding the fencing repair work on Long Drive. It was noted for the Board that it was determined that the property belongs to the golf course and not the District.

Monument Upgrades (Bowles Village): The Board entered into discussion regarding possible monument upgrades at Bowles Village. It was noted that the design work is currently underway.

Stormwater Drainage Structure at Chanson Plaza: The Board entered into discussion regarding the stormwater drainage structure at Chanson Plaza and the possibilities of the District accepting the structure for ownership and maintenance.

Following discussion, the Board directed staff to continue their research on the stormwater drainage issues.

OTHER MATTERS

There were no other matters to discuss at this time.

ADJOURNMENT

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

Respectfully submitted,

By: ______________________

Secretary for the Meeting

RESOLUTION NO. 2019-07-01

RESOLUTION OF THE BOARD OF DIRECTORS OF THE SECTION 14 METROPOLITAN DISTRICT ESTABLISHING DISTRICT WEBSITE AND DESIGNATING LOCATION FOR POSTING OF 24-HOUR NOTICES

A. Pursuant to Section 24-6-402(2)(c)(I), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the public place at which notice of the date, time and location of regular and special meetings ("**Notice of Meeting**") will be physically posted at least 24 hours prior to each meeting ("**Designated Public Place**").

B. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., effective as of August 2, 2019, special districts are relieved of the requirement to physically post the Notice of Meeting at the Designated Public Place, and are deemed to have given full and timely notice of a public meeting, if a special district posts the Notice of Meeting online at a public website of the special district ("**District Website**") at least 24 hours prior to each regular and special meeting.

C. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., if a special district is unable to post a Notice of Meeting on the District Website at least 24 hours prior to the meeting due to exigent or emergency circumstances, then it must physically post the Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.

D. Pursuant to Section 24-6-402(2)(c)(I)(E), C.R.S., it is the intent of the Colorado General Assembly to closely monitor the transition to providing notices of public meetings online over the next two years and, if significant progress is not made, to bring legislation mandating in statute that all notices be posted online except in very narrow circumstances that are beyond the control of a local government.

E. Effective as of August 2, 2019, Section 32-1-903(2) has been amended to remove the requirement for additional postings at three public places within the boundaries of the special district and the office of the county clerk and recorder and the requirement for 72-hour notices for special meetings.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Section 14 Metropolitan District (the "**District**"), Jefferson County, Colorado:

1. That the Board of Directors (the "**District Board**") authorizes establishment of a District Website, if such District Website does not already exist, in order to provide full and timely notice of regular and special meetings of the District Board online pursuant to the provisions of Section 24-6-402(2)(c)(III), C.R.S.

2. That the Notice of Meeting of the District Board shall be posted on the District Website at least 24 hours prior to each regular and special meeting pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S., effective August 2, 2019.

3. That if the District is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting due to exigent or emergency circumstances, the Notice of

Meeting shall be posted within the boundaries of the District at least 24 hours prior to each meeting, pursuant to Section 24-6-402(2)(c)(III), C.R.S., at the following Designated Public Place:

(a) Bowles Village Shopping Center, 7421 W. Bowles Ave., Littleton, CO 80123

[SIGNATURE PAGE FOLLOWS]

RESOLUTION APPROVED AND ADOPTED on July 11, 2019.

SECTION 14 METROPOLITAN DISTRICT

By: ______________________________
President

Attest:

____
Secretary

FIRST AMENDMENT TO RESOLUTION NO. 2018-11-01, ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES

A. On November 26, 2018, Section 14 Metropolitan District (the "**District**") adopted Resolution No. 2018-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (the "**Resolution**"); and

B. The District desires to amend the Resolution due to Colorado legislative changes.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Section 14 Metropolitan District, Jefferson County, Colorado:

1. Defined Terms. Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Resolution.

2. Amendment to Recital C of Resolution. Recital C of the Resolution is hereby deleted in its entirety.

3. Amendment to Section 7 of Resolution. Section 7 of the Resolution is hereby deleted in its entirety.

4. Amendment to Section 8 of Resolution. Section 8 of the Resolution is hereby deleted in its entirety.

5. Except as expressly set forth herein, the Resolution continues to be effective without modification.

[SIGNATURE PAGE FOLLOWS]

[SIGNATURE PAGE TO FIRST AMENDMENT TO RESOLUTION NO. 2018-11-01, ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES]

RESOLUTION APPROVED AND ADOPTED ON July 11, 2019.

SECTION 14 METROPOLITAN DISTRICT

By: ______________________
President

Attest:

____
Secretary