

SOUTHWEST TIMNATH METRO DISTRICT'S

RECORD OF PROCEEDINGS MINUTES OF THE JOINT ORGANIZATIONAL MEETING OF THE BOARDS OF DIRECTORS OF SOUTHWEST METROPOLITAN DISTRICT NOS. 1- 4

HELD: Thursday, March 08, 2018, at 9:00 a.m. at 6000 Summerfields Parkway, Timnath, Colorado 80547

ATTENDANCE:

The joint organizational meeting of the Boards of Directors of the Southwest Timnath Metropolitan District Nos. 1 -4 (collectively, the "Board") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Michael J. DiTullio	Kara DiTullio	Jennifer DiTullio
Dino A. DiTullio	Debra A. Landers	

David S. O'Leary of Spencer Fane Britt & Browne LLP, Guy Johnson from the District were also present.

CALL TO ORDER:

Dino DiTullio called the meeting to order at 9:08a.m.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:

Mr. O'Leary reported that all of the Board members are registered to vote in Colorado and are residents and/or owners of taxable real or personal property within the Districts. Mr. O'Leary informed the Board that the official bonds had been obtained and that all of the Board members had been administered the Oaths of Office. Thereupon, the directors assumed their duties as members of the Board of Directors.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Guy Johnson discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and the Secretary of the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director is to verbally reveal his potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise.

DISCUSSION OF OPEN MEETING REQUIREMENTS/POSTING REQUIREMENTS:

Guy Johnson discussed the open meeting requirements and the posting requirements for the Districts, noting that any non-social meeting of three or more of the directors constituted an official meeting, and that notice of a meeting for the Districts is to be (1) provided to each Board member, and (2) posted in at least three public places within the Districts at least 72 hours in advance of the meeting, and (3) at the same time, a copy of such notice is to be posted at the office of the County Clerk and Recorder. If possible, the posting should include specific agenda information. Mr. Johnson further noted that notice of this joint organizational meeting had been so posted.

APPROVAL OF AGENDA:

The Board reviewed the agenda,

Upon motion made by Dino DiTullio and seconded by Director Mike DiTullio and unanimously carried to approve the agenda.

APPROVAL OF MINUTES:

The meeting minutes of November 09, 2017 meeting was presented and discussed,

Upon motion made by Director Dino DiTullio and seconded by Director Mike DiTullio and unanimously carried to approve the meeting minutes of November 09, 2017.

PUBLIC COMMENTS:

The Board noted no Public was in attendance for this.

APPROVAL & RATIFICATION FOR THE DISTRICT MANAGER TO PREPARE THE 2019 BUDGETS:

Mr. Guy Johnson stated the Budgets were due the Board of Directors by October 15 each year and would need the Boards direction to prepare said budgets, since our next meeting is scheduled in November.

Upon motion duly made by Director Debbie Hessler, seconded by Director Dino DiTullio and unanimously carried, the Board approved the District Manager to prepare the 2019 Budgets.

APPROVAL & RATIFICATION FOR THE DISTRICT TO PREPARE FOR ANNUAL AUDIT/EXEMPTIONS:

Mr. Guy Johnson stated the District needed to prepare the information for the Audit firm to file the Audits and Audit Exemptions.

Upon motion duly made by Director Dino DiTullio, seconded by Director Debbie Hessler and unanimously carried, the Board approved the District Manager to prepare the information needed to file the annual Audits and Audit Exemptions.

FINANCIALS:

Mr. Guy Johnson reviewed with the Board the expenditures for November 2017 through March 2018 totaling \$ 91,972.34.

Upon motion duly made by Director Dino DiTullio, seconded by Director Debbie Hessler and unanimously carried; the Board approved the payable for November 2017 through March 2018 totaling \$ 91,972.34

Mr. Guy Johnson reviewed with the Board the actual expenditures to date and the budgeted amount. The budget is in balance at this time. After no further discussion needed this portion of the meeting was closed.

APPROVAL & RATIFICATION OF THE PROMISSORY NOTE:

Mr. Guy Johnson presented the Promissory note to board and stated that it required renewal yearly, after further discussion,

Upon motion duly made by Director Mike DiTullio, seconded by Director Debbie Hessler and unanimously carried, the Board approved the Promissory Note for 2018.

APPROVAL & AUTHORIZATION OF BOND DOCUMENTS:

Mr. Guy Johnson discussed and reviewed with the Board the need to update or extend any requiring Bond/Loan Authorizing documents for the Outstanding Loans/Bonds, with no further discuss,

Upon motion duly made by Director Mike DiTullio, seconded by Director Dino DiTullio and unanimously carried, the Board approved to Authorized the update and/or extension required for any and all Outstanding Bonds/Loans The District currently has.

DISTRICT LEGAL COUNSEL REPORT:

David O'Leary went over the Cancellation of election and that the board members that kept their seats would be signing new Oath of Offices.

DISTRICT MANAGERS REPORT:

Mr. Guy Johnson stated:

1. General District items:

- a. Must have replacement cost for District property in new budgets and reserves.
- b. Have been invoicing residents, have not set up pay online yet, due to cost. About 6 months out.
- c. Several calls to plant more trees around site, district will stick with landscape plan.
- d. Talk on O and M fees to cover actual cost of O and M.

2. Site Work:

- a. Cleaning drains, pans and detention ponds, monthly.
- b. Changing out mulch to river rock in most areas.
- c. Builder added trees in ROW's and developer added a few trees on site along with replacements.
- d. Working on playground areas, had inspected last fall. Added new mulch, tighten and or replacement of bolts.
- e. Playground and tables, Power wash once a month.
- f. 2018 will stain north side of project.
- g. Front monument lights were vandalized and replace.
- h. Will work on getting fence on north half stained in 2019

3. Web Site:

- a. Setting up.

4. Community Center & Pool:

- a. Up-dating records.
- b. Buying new computer for Security System.
- c. Talk on sale of pool memberships.

OTHER MATTERS:

The Board noted there were no other matters at this time.

ADJOURNMENT:

Following no further discussion,

Upon motion duly made by Director Dino DiTullio, seconded Director Mike DiTullio and unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Southwest Timnath Metropolitan District Nos. 1 – 4 at 9:26 a.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of Southwest Timnath Metropolitan District Nos. 1 – 4.



Guy D. Johnson, Secretary for the Meeting