

MINUTES OF SPECIAL MEETING OF THE BOARD  
OF DIRECTORS

OF

MIDTOWN AT CLEAR CREEK METROPOLITAN  
DISTRICT

Held: Tuesday, May 14, 2019 at 6:00 p.m.  
The Shed at Midtown, 1625 W. 67<sup>th</sup> Ave., Denver,  
Colorado.

**Attendance**

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors were in attendance:

Matthew Zielinski - *absent*  
Sam Delp  
Stephen B. Clark  
Rachel Williams  
Chris Petro

Also present were Casey Lekahal, White Bear Ankele Tanaka & Waldron, Attorneys at Law, District general counsel; Kimberly Johanns, Simmons & Wheeler, District accountant; Desiree Wingo, MSI, District Manager; and Will Scherman, Brookfield Residential.

Please see the attached sign in sheet for additional attendees.

**Call to Order/Declaration of  
Quorum**

Mr. Lekahal noted that a quorum of each Board was present and therefore called the meeting to order.

**Director Disclosures**

Mr. Lekahal advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Lekahal reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Lekahal noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional

disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

### **Approval of Agenda**

The Board reviewed the agenda. Following discussion, upon motion duly made and seconded, the Board approved the agenda with the amendment to move the Committee Reports and Developer Report above public comment.

### **Social Committee**

Ms. Wingo presented on behalf of the Social Committee, and presented on the various upcoming events.

### **Garden Committee**

The Garden Committee presented that all plots are now rented, and there are two people on the wait list. The committee has sold garden discount cards, and have raised approximately \$800 net revenue which will be provided to Desiree. Plot 8 will be used by Brews to plant beets, and \$1 of every beet beer sold will be donated to the garden committee. The Committee planned to meet with Brightview to discuss irrigation repairs, and the water meter and controls that have not yet been installed due to power issues. Director Delp asked about bridging the funding gap with potentially increasing the plot rental fee, and the Garden Committee responded that they will have a better idea for the water costs once the meter is installed.

### **Landscape Committee**

The Landscape Committee presented that they are working on systemizing the landscaping. They provided a plan for the plantings and offered to undertake the removal of tree stakes within the common areas for mature trees. The planting plan was later determined to not be possible based on District responsibility and available irrigation. The Committee also informed the Board that the location of additional trash cans is now set.

### **Communications Committee**

Ms. Wingo presented that she is working with Ms. Fritz on the newsletter.

### **Developer Report**

Mr. Scherman provided an update on development in the east and west sides. For the East Side, Mr. Scherman noted that the grading is complete in the park, which will be constructed next year. The temporary dog park would be going up in the next week. In regards to the townhomes, the fill is underway and then utilities will be installed.

Regarding the West Side, Mr. Scherman informed the Board that lots are almost all sold, and the developer is finishing the landscaping. They are looking at ways to soften the material in the dog park, and are aware of some of the concerns from residents. Director Clark requested that Brookfield Residential look into some of the drainage issues on the southwest corner of the development.

Mr. Scherman noted that they are working on labeling all of the street lights throughout the development, to make ongoing maintenance easier. The vacant commercial space has been leased by a bakery.

### **Public Comment**

Ms. Levesque requested additional trees/plantings around certain townhomes, to provide additional privacy. Board requested Ms. Wingo work with Brightview on a proposal.

Mr. Strauss expressed concerns with the condition of the alleys. Mr. Scherman noted that repairs are underway, and should be complete in 4-6 weeks. Mr. Strauss also noted that certain landscaping is still not complete. Mr. Scherman said he would check on the status.

Ms. Farmer expressed concerns with the ground material in the dog park because it is harmful to the dogs. Mr. Scherman reiterated that Brookfield Residential is looking into options to soften the material.

### **District Manager's Report**

#### Financials/Checks

Ms. Wingo reviewed the March and April check register with the Board. Following discussion, upon a motion duly made and seconded, the Boards approved the checks.

#### Ratification Items

Ms. Wingo reviewed the March and April invoices with the Board. Following discussion, upon a motion duly made and seconded, the Boards ratified the invoices.

#### Management Items

Ms. Wingo provided update, it was noted that Bruz Beers will split cost of handicap parking space re-location to allow food trucks to be parked in front of brewery and will share half the space. It was noted that the final remaining item is that Director Petro is to request specifications for construction to provide to contractor.

Ms. Wingo provided an update to the Board. Director Delp requested that Ms. Wingo look into weeding in the rock areas. Director Petro asked about the irrigation issues, and whether any of the damaged irrigation should be billed back to Emerald Isle. Ms. Wingo responded that Brightview is currently putting together a report of the landscape issues, and then they can review whether Emerald Isle is responsible for the damage. Ms. Wingo also reported that Brightview is going to walk the project, and make recommendations on the removal of dead plant material, and the potential to replace the same.

The Board discussed the removal of tree stakes in common area. Following discussion, upon motion duly made and seconded, the Board determined not to remove stakes. It was noted that Landscape Committee offered to undertake this project.

The Board discussed the proposal for additional Dog Station and Trash Can emptying. Following discussion, upon motion duly made and seconded, the Board approved the proposal in the amount of \$183.23.

The Board discussed cutting back Retail Vines. As this is located within the retail center, Brookfield to undertake this work.

The Board discussed the edging mulch along the playground. As the Montessori School is responsible for this mulching, the Board requested that Brookfield Residential discuss this with the School.

The Board discussed the proposal for flower maintenance. Following discussion, upon motion duly made and seconded, the Board approved the proposal in the amount of \$5,250.

The Board discussed the proposal for flower beds. Following discussion, upon motion duly made and seconded, the Board approved the proposal in the amount of \$13,651.31.

The Board discussed the proposal for flower pots. Following discussion, upon motion duly made and seconded, the Board approved the proposal in the amount of \$1,477.19.

Drainage in Townhomes	Ms. Wingo presented the proposals to address certain drainage issues. Director Petro believed there could be cheaper alternatives, and offered to research and provide recommendations.
Janitorial Proposals	Ms. Wingo presented janitorial service proposals. Following discussion, upon motion duly made and seconded, the Board approved the Menta Clean proposal for \$500 per month and \$25 fee for extra visits after reservations.
Water Feature	Ms. Wingo provided an update on the water feature. It was noted that BR&D would be onsite this next week, to hopefully have the water feature up and running by the end of the week.
Homeowner Requests/Feedback	Ms. Wingo provided update on homeowner requests and feedback. Following discussion, upon motion duly made and seconded, the Board directed Ms. Wingo to prepare a draft email responding to certain of the requests, such email to be reviewed by legal counsel.
Work Orders/Maintenance Update	Ms. Wingo presented an update on work orders and maintenance issues. No action was taken by the Board.
Architectural and Maintenance Update	Ms. Wingo provided an update on architecture and maintenance. No action was taken by the Board.
Covenant Enforcement	Ms. Wingo presented to the Board that under the declarations all notices must be sent by certified mail. Following discussion, upon motion duly made and seconded, the Board approved BD&D Landscape proposal as presented in the amount of \$13,320.
Other Matters	The Board discussed the absences of Director Zielinski. The Board directed legal counsel to prepare a letter on behalf of the Board.
<b><u>Committee Reports</u></b>	No action was taken by the Board.
<b><u>Approval of March 26, 2019 Meeting Minutes</u></b>	The Board reviewed the March 26, 2019 special meeting minutes. Following discussion, upon motion duly made and seconded, the Board approved the minutes.

## **Legal Matters**

Consider Approval of Letter Agreement with Midtown LLC regarding Financing of Capital Costs and Administrative Costs related to the Acquisition of Property Interests

The Board reviewed the Letter Agreement with Midtown LLC regarding Financing of Capital Costs and Administrative Costs related to the Acquisition of Property Interests. Following discussion, upon motion duly made and seconded, the Board approved the letter agreement.

Discuss Covenant Enforcement Issues

Mr. Lekahal provided update on requests from the Board to research covenant enforcement issues. The Board directed Ms. Wingo to prepare response to certain feedback.

Discuss Amendment to Declaration of Easements and Master Architectural and Maintenance Standards (Midtown LLC)

Mr. Lekahal presented the amendment to declaration of easements and master architectural and maintenance Standards (Midtown LLC), the Board discussed. The Board did not have any concerns with Amendment as drafted.

Discuss Memorandum Regarding Water Efficient Landscaping

Mr. Lekahal presented the memorandum regarding water efficient landscaping. After discussion, no further action was taken by the Board.

Consider Approval of Resolution Establishing Guidelines for Processing and Collection of Delinquent Fees and Charges

The Board reviewed the resolution establishing guidelines for processing and collection of delinquent fees and charges. Following discussion, upon motion duly made and seconded, the Board adopted the resolution.

## **Insurance Matters**

Discuss Safety Grant with the Colorado Special District Property and Liability Pool

Mr. Lekahal presented information to the Board about the use of the Special District Insurance Pool's safety grant for certain safety projects. The Board directed legal and Ms. Wingo to request and utilize on any available project.

Update on Outstanding Insurance Matters

Mr. Lekahal provided an update to the Board on outstanding insurance issues. No action was taken by the Board.

**Financial Matters**

Consider Approval of Payables and Acceptance of Financials

Ms. Johanns presented the payables and financials to the Board. Following discussion, upon motion duly made and seconded, the Board approved the payables and accepted the financial statements as presented.

Consider Acceptance of 2018 Audits for Midtown at Clear Creek MD, Clear Creek Station MD No. 1, Clear Creek Station MD No. 2

The Board reviewed the 2018 audits. Following discussion, upon motion duly made and seconded, the Board approved the audits subject to approval from legal, auditor and District representative. The Board selected Director Clark as the District representative for purpose of approval and execution of auditor representative letters.

**Other Business**

None.

**Adjourn**

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

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

---

Secretary for the Meeting