RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT (THE "DISTRICT") HELD FEBRUARY 28, 2017

A Regular meeting of the Board of Directors of the Denver Connection West Metropolitan District (referred to hereafter as the "Board") was convened on Tuesday, February 28, 2017, at 1:30 p.m., at the offices of Village Homes, 8480 E. Orchard Road, Suite 1000, Greenwood Village, Colorado 80111. The meeting was open to the public.

Directors In Attendance Were:
Robert A. Johnson
Craig Wagner
Eric McEachen
David Brown
Jeffrey McGovern

Also In Attendance Were:
Lisa A. Johnson; Special District Management Services, Inc.

Elisabeth Cortese, Esq.; McGeady Becher P.C.

Jason Carroll, CliftonLarsonAllen LLP

Guy Ford; Independent District Engineering Services, LLC (via speakerphone for a portion of the meeting)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Cortese requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Cortese noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes. It was noted that disclosure statements had been filed for all Directors by the statutory deadline.

ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director McGovern, seconded by Director Wagner 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, and upon motion duly made by Director McGovern, seconded by Director Wagner and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries, or within the county the District is located, to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of this location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

Minutes: The Board reviewed the Minutes of the January 24, 2017 Regular Meeting.

Following discussion, upon motion duly made by Director McGovern, seconded by Director Wagner and, upon vote, unanimously carried, the Board approved the Minutes of the January 24, 2017 Regular Meeting, as presented.

FINANCIAL MATTERS

2017 Bond Issuance: Director Johnson reported to the Board on the status of issuing bonds and noted that the closing is scheduled for April, 2017.

Operating Account: The Board discussed opening an operating account with FirstBank.

Following discussion, upon motion duly made by Director Johnson, seconded by Director McEachen and, upon vote, unanimously carried, the Board authorized staff to open an operating account with FirstBank.

Facilities Fees: Director Johnson presented to the Board a process for paying and collecting facilities fees. He noted that all payments will be sent to Special District Management Services, Inc. and they will track all the fees received. The fees will be paid when a building permit is issued. Special District Management Services, Inc. will then remit the payment information to CliftonLarsonAllen, LLP.

LEGAL MATTERS

Operation and Maintenance for Stormdrain Inlet Inserts: The Board discussed the letter to the City and County of Denver acknowledging the operation and maintenance of the stormdrain inlet inserts.

Following discussion, upon motion duly made by Director Brown, seconded by Director McEachen and, upon vote, unanimously carried, the Board approved the letter to the City and County of Denver acknowledging the operation and maintenance of the stormdrain inlet inserts.

COVENANT ENFORCEMENT/ DESIGN REVIEW

Covenants and Design Guidelines: Director Johnson reported to the Board that the Covenants and Design Guidelines are in process and expected to be done within a week.

Engagement of Consultant to Provide Covenant Enforcement / Community Interface / Programming / Facilities Maintenance: The Board deferred discussion.

Operations Fee Calculation: Director Johnson noted that the operations fee calculation is in process.

CONSTRUCTION MATTERS

Engineering Services / Cost Verification Engineering Services: The Board reviewed the Master Service Agreement for Engineering Services between the District and Independent Engineering Services, LLC.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Wagner and, upon vote, unanimously carried, the Board approved the Master Service Agreement for Engineering Services between the District and Independent Engineering Services, LLC.

Task Order No. 1 under Master Service Agreement with Independent Engineering Services, LLC: The Board reviewed Task Order No. 1 under Master Service Agreement with Independent Engineering Services, LLC.

Following discussion, upon motion duly made by Director Johnson, seconded by Director McGovern and, upon vote, unanimously carried, the Board approved Task Order No. 1 under Master Service Agreement with Independent Engineering Services, LLC, in the amount of $50,000.

Bids/Construction of HUB Facility: Mr. Ford reported to the Board that the bid contract documents have been approved by City Counsel and the AIA documents

are in the approval process with the architect. Mr. Ford also reported that he met with the City to review expenses that will be reimbursed by the City and County of Denver. There are certain improvements constructed by the District that will be eligible for reimbursement by the City and County of Denver. He also noted that he will continue with monthly inspections on site.

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

THESE MINUTES ARE APPROVED AS THE OFFICIAL FEBRUARY 28, 2017 REGULAR MINUTES OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

_____
Robert A. Johnson

_____
Craig Wagner

_____
Eric McEachen

_____
David Brown

_____
Jeffrey McGovern