

**MINUTES OF A CONTINUED MEETING OF
THE BOARD OF DIRECTORS OF THE
MARVELLA METROPOLITAN DISTRICT
(THE “DISTRICT”)
HELD
NOVEMBER 14, 2017**

A continued meeting of the Board of Directors of the Marvella Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, November 14, 2017 at 8:00 A.M., at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, Colorado. The meeting was open to the public.

Directors In Attendance Were:

Eric T. Dome
Jeff Powles
Carl Nelson

Ken Rabel was absent and excused.

Also In Attendance Were:

Elisabeth Cortese; McGeady Becher P.C.
Diane Wheeler; Simmons & Wheeler, P.C.
Kim Herman and Geol Scheirman; CliftonLarsonAllen LLP
Tahlia Sayers – Resident
Stuart Bluestone – Resident Father

ADMINISTRATIVE
MATTERS

Disclosure of Potential Conflicts of Interest

Director Dome called the meeting to order. 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.

Approval of Agenda and Confirm Location of Meeting and Posting of Meeting Notice

Following discussion, upon motion duly made by Director Nelson, seconded by Director Powles and, upon vote, unanimously carried, the Board approved the Agenda as amended.

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 Nelson, seconded by Director Powles 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 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.

Review and Consider Approval of September 12, 2017 Meeting Minutes:

Following discussion, upon motion duly made by Director Powles, seconded by Director Dome, and upon vote, unanimously carried, the Board approved the September 12, 2017 meeting minutes as presented.

The Board and District consultants introduced themselves.

PUBLIC COMMENTS The Board addressed questions from District residents regarding crossing Orchard to the park located north of the District. Residents expressed concerns as there is no walkway/ side walk from the District to street light at Quebec St. and residents feel it is a safety concern. It was noted that Centennial City Council is working on this concern.

Ms. Sayers expressed her interest in service on the Board.

FINANCIAL
MATTERS

Ratify and Approval of Payment of Claims

Following discussion, upon motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board ratified claims in the amount of \$10,358.34 and approved the payment of current claims in the amount of \$22,002.21.

September 30, 2017 Unaudited Financial Statements

Ms. Wheeler reviewed the September 30, 2017 Unaudited Financial Statements with the Board. Following discussion, upon motion duly made by Director Dome, seconded by Director Powles and, upon vote, unanimously carried, the Board accepted the September 30, 2017 Unaudited Financial Statements.

Continuation of the 2018 Budget Hearing; Public Hearing to Adopt the 2108 Budget and Appropriate sums of money and Set Mill Levies

It was noted that the Public Hearing to consider the 2018 Budget was opened at the September 12, 2017 meeting. It was noted that Notice stating the Board would

consider adoption of the 2018 Budget and the place, date and time of the public hearing was published in accordance with the applicable statutory requirements. No Public comments were received. Upon motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board closed the Public Hearing.

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the 2018 Budget and adopted Resolution No. 2017-11-01 to Adopt the 2018 Budget and Appropriating Sums of Money and Resolution No. 2017-11-02 to Set the Mill Levies. Execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification Assessed Valuation from the County on or before December 10, 2017. The District Accountant was authorized to execute the District Manager authorized to file, the Certification of mill Levies to the County Commissioners of Arapahoe County no later than December 15, 2017. The District Manager was also authorized to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2018.

Authorization to prepare and sign DLG-70 Mill Levy Cert.

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board authorized Simmons & Wheeler P.C. to prepare and the sign DLG-70 Mill Levy Certification.

Review and Consider Adoption of Resolution Authorizing Gallagher Adjustment

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved Resolution No. 2017-11-03 Authorizing Adjustment of the District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3.

Engagement of Auditor to Perform 2017 Audit

The Board discussed the requirements for an Audit and engaging an auditor to perform the 2017 Audit.

LEGAL
MATTERS

Second Amendment to the 2016 Operation Funding Agreement between District and Century at Marvella, LLC

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Second Amendment to the 2016 Operation Funding Agreement between the District and Century at Marvella , LLC.

MANAGER'S
ITEMS

Approval of Service Agreement between District and Perfect Pools, LLC for Pool Maintenance

After review, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Service Agreement with Perfect Pools, LLC for pool maintenance for \$11,500 per year for the two year contract for the 2018 and 2019 pool season, subject to final legal review.

Resolution Calling May 8, 2018 Election, Appointing Designated Election Official ("DEO") and Authorizing the DEO to Perform all Tasks Required for the Conduct of a Mail Ballot Election

After review, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Resolution Calling May 8, 2018 Election, appointed Kim Herman as the Designated Election Official ("DEO") and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

Pool Update

Ms. Herman updated the Board on a set of draft Pool Rules and Regulations to be reviewed and approved prior to 2018 pool season. Comcast Corporation is authorized to run wiring to pool house for gate controller and emergency phone. Work is scheduled to begin in December 2017.

Landscaping Update

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board ratified the approval of Change Order No 1. To the Service Agreement with Metco Landscaping, Inc. for the Fall Seasonal Color in the amount of \$4,945.

Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the Service Agreement with Metco Landscaping, Inc. for Landscaping and Snow Removal Services, subject to final legal review of scope.

CAPITAL
IMPROVEMENTS

Report on Status of Development

Director Powles reported on the status of development and stated the Developer has continued to sell units.

Operations and Maintenance of Capital Improvements

Ms. Herman noted she is working on a map of improvements.

OTHER BUSINESS

Confirm Quorum for Next Meeting

The Board confirmed a quorum for the regular meeting scheduled for March 13, 2018 at 8:00 a.m.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

By 

Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL NOVEMBER 14, 2017 MINUTES OF THE MARVELLA METROPOLITAN DISTRICT CONTINUED MEETING BY THE BOARD OF DIRECTORS SIGNING BELOW:



Jeff Powles



Eric T. Dome



Carl Nelson