

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
MARVELLA METROPOLITAN DISTRICT
(THE “DISTRICT”)
HELD
AUGUST 26, 2019**

A special meeting of the Board of Directors of the Marvella Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, August 26, 2019 at 12:00 P.M., at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 300, Greenwood Village, Colorado. The meeting was open to the public.

Directors In Attendance Were:

Tahlia Sayers
Craig Corliss
Dennis Squitieri
Michael Kark

Also In Attendance Were:

Kim Herman and Denise Denslow; CliftonLarsonAllen LLP
Elisabeth Cortese and Drew Rippey; McGeady Becher PC
Diane Wheeler; Simmons & Wheeler, P.C.
Brenda Owings; Century Communities
Ryan Ramey; Resident

ADMINISTRATIVE
MATTERS

Disclosure of Potential Conflicts of Interest

Director Sayers called the meeting to order at 12:00 p.m. Attorney Cortese noted there was a quorum present and 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. Director Corliss noted he is an attorney for the Internal Revenue Service and may choose to abstain from voting on certain matters relating to property taxes.

Agenda and Confirm Location of Meeting and Posting of Meeting Notice

Following discussion, upon motion duly made by Director Sayers, seconded by Director Kark and, upon vote, unanimously carried, the Board approved the Agenda as presented.

Following discussion, upon motion duly made by Director Kark, seconded by Director Corliss and, upon vote, unanimously carried, the Board excused the absence of Director Roth.

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 Kark, seconded by Director Corliss and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the District 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 the District boundaries.

May 13, 2019 Special Meeting Minutes:

Following discussion, upon motion duly made by Director Sayers, seconded by Director Squitieri, and upon vote, unanimously carried, the Board approved the May 13, 2019 meeting minutes subject to final revision.

PUBLIC COMMENTS

Mr. Ramey addressed the Board with his concerns for the landscaping and District Management's response time and maintenance issues. Director Kark, Mr. Scheirman and Arrowhead will review and perform an inspection. Director Sayers noted other items needing to be addressed are the pool shower not working, trash in the creek and construction issues.

FINANCIAL
MATTERS

Ratify Approval of Payment of Claims

Ms. Wheeler reviewed the claims list with the Board. Following discussion, upon motion duly made by Director Sayers, seconded by Director Corliss and, upon vote, unanimously carried, the Board ratified approval of claims in the amount of \$54,674.39. The Board requested a line item clearly showing reimbursements from Century.

June 30, 2019 Unaudited Financial Statements

Ms. Wheeler reviewed the June 30, 2019 Unaudited Financial Statements with the Board. Following discussion, upon motion duly made by Director Sayers, seconded by Director Corliss and, upon vote, unanimously carried, the Board accepted the June 30, 2019 Unaudited Financial Statements, pending revisions/confirmation regarding Comcast billing. Ms. Herman will research Comcast expense.

Approval 2018 Audit

The Board noted that the 2018 Audit was approved at the May 13, 2019 meeting. No further action needed.

LEGAL
MATTERS

Acceptance of Tracts F, J, K, M, N, P and V from CCC Holdings, LLC by the District for Ownership and Landscaping Maintenance

Mr. Cortese reviewed the tracts proposed to be conveyed to the District. The Board deferred acceptance of the Tracts pending a walk-through of the Tracts.

Approval of Encroachment Sublicense Agreement

Mr. Rippey discussed with the Board that 6 lots encroach in a public service easement. The Board deferred approval of the Encroachment Sublicense Agreement.

New Legislation regarding Posting Meeting Notices and Establishment of a Website

Adoption of Resolution No. 2019-08-01 Establishing District Website and Designating Location for Posting of 24-Hour Notices

Approval of First Amendment to Resolution No. 2018-10-04 Establishing Regular Meeting Dates, Time and Location and Designating Location for Posting of 72-Hour and 24-Hour Notices

Attorney Cortese reviewed with the Board the recent change in legislation that authorized the posting of meeting notice on the District's website as proposed to posting in three physical locations within the Boundaries of the District. Attorney Cortese 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. Following discussion, upon motion duly made by Director Sayers, seconded by Director Corliss and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-08-01; Resolution Establishing District Website and Designating Location for Posting of 24-Hour Notices and approved the First Amendment to Resolution No. 2018-10-04. The Board determined to post an additional Notice at the mailbox kiosks in addition to the website.

MANAGER'S
ITEMS

Landscaping Update

Ms. Herman provided an update on landscaping items; Director Kark noted the landscaping needs improvements from its current condition.

Change order No. 1 to Service Agreement for Landscape Maintenance and Snow Removal

Deferred approval.

2020 Landscape and Snow Removal Map

Ms. Herman reviewed the current Landscaping and Snow Removal maps with the Board.

Other – Mulch/Rock Proposal

Ms. Herman reviewed the proposal to remove mulch that has been washed out and replace with rock. Following discussion, upon motion duly made by Director Kark, seconded by Director Sayers and, upon vote, unanimously carried, the Board

approved the mulch/rock proposal in the amount of \$3,700.

Pool Update

Ms. Herman noted that the Pool is scheduled to close September 2nd. She noted that additional pool services will cost \$500 per week. Following discussion, the Board authorized the extension of the pool closing date by two weeks to September 15th.

Other

The Board discussed potentially closing the fire pit November 1st – April 1st.

COVENANTS

Report of Covenant Enforcement

The Covenant Enforcement Committee reported that four letter were sent to homeowners in August for Covenant violations, including one for trash can storage, which was resolution, and three for lawn/landscape maintenance violation, two of which were resolved.

Other

None.

CAPITAL
IMPROVEMENTS

Report on Status of Development

Ms. Owings reported the status of development with the Board. She noted that 13 lots remain with 5 lots under contract currently.

Other

None.

OTHER BUSINESS

November 11, 2019 Meeting

The Board requested to check availability for early/mid October for a budget work session at CLA.

ADJOURNMENT

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

Respectfully submitted,

By  Secretary for the Meeting