

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WEEMS NEIGHBORHOOD METROPOLITAN DISTRICT

Held: January 25, 2019, at 11:00 A.M., at 1005 S 120th St., Lafayette, 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:

Keenan Tompkins
Susan Weems

All Director absences are deemed excused unless otherwise noted in these minutes.

Also present were Robert Rogers, Esq. and Allison Fogg, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel and Tracy Sweely as a member of the public.

Call to Order

It was noted that a quorum of the Board were present and the meeting was called to order.

Disclosure Matters

Ms. Fogg advised the Board that pursuant to Colorado law, certain disclosures by the Directors may be required prior to taking official action at the meeting. The Board members reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Ms. Fogg noted that written disclosures of potential conflicts of interest were filed with the Secretary of State at least 72 hours prior to the meeting.

Approval of Agenda

Ms. Fogg presented the proposed agenda to the Board for consideration. Following discussion, upon motion duly made and

seconded, the Board unanimously approved the agenda.

Public Comment

Ms. Sweely expressed her interest in a role as a Community Association Manager for the District. She requested permission for the Board of Directors to grant her access to the District's SDA Membership log in information. The Board granted her access.

Acknowledge Resignations of Tirion Tompkins, Jillian Weems, and Tracy Sweely from the Board of Directors

The Board of Directors acknowledged Resignation Letters from all three previous Board of Directors.

Administrative Matters

Consider Approval of Minutes from November 28, 2018 Special Meeting

Ms. Fogg presented the Board with the Minutes from the November 28, 2018 Special Meeting. Following discussion, upon motion duly made and seconded, the Board approved the minutes.

Legal Matters

Consider Approval of Termination of Infrastructure Acquisition and Reimbursement Agreement between the District and Cornerstone Homes Development Company, LLC

Ms. Fogg presented the Termination of Infrastructure Acquisition and Reimbursement Agreement with Cornerstone Homes Development Company, LLC to the Board for review. Following discussion, upon motion duly made and seconded, the Board approved the agreement.

Consider Approval of Second Amendment to Funding and Reimbursement Agreement between the District and Cornerstone Homes Development Company, LLC

Ms. Fogg presented the Second Amendment to Funding and Reimbursement Agreement with Cornerstone Homes Development Company, LLC to the Board for review. Following discussion, upon motion duly made and seconded, the Board approved the agreement, subject to legal counsel's and Cornerstone Homes Development Company LLC final approval.

Consider Approval of Resolution Adopting Declaration and Authorizing Covenant Enforcement and Design Review Services

Ms. Fogg presented the Resolution Adopting Declaration and Authorizing Covenant Enforcement and Design Review Services to the Board for review. Following discussion, upon motion duly made and seconded, the Board approved the resolution.

Consider Approval of SILO Subdivision Filing No. 1

Ms. Fogg presented the SILO Subdivision Filing No. 1 Development Agreement to the Board for review. Following

Development Agreement discussion, upon motion duly made and seconded, the Board approved the agreement.

Consider Approval of Revisions to Nine Mile Ditch Maintenance Agreement Ms. Fogg presented the revisions to Nine Mile Ditch Maintenance Agreement to the Board for review. Following discussion, upon motion duly made and seconded, the Board approved the revisions to the agreement

Consider Approval of Revisions to Davidson Ditch Maintenance Agreement Ms. Fogg presented the revisions to Nine Mile Ditch Maintenance Agreement to the Board for review. Following discussion, upon motion duly made and seconded, the Board approved the revisions to the agreement.

Financial Matters None.

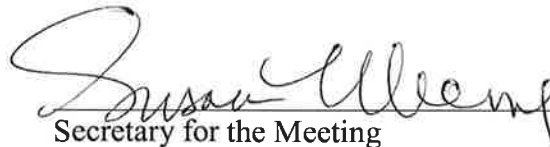
Other Business

Discuss Status of Sale of Property and Director Transition The Board engaged in a discussion regarding the status of the sale of property and director transition. The Board noted that the closing of the sale was scheduled for January 28, 2019. No further action was taken.

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

The foregoing minutes were approved by the Board of Directors on the 21st day of May, 2019.

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


Secretary for the Meeting