

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE LEWIS POINTE METROPOLITAN DISTRICT

Held: Friday, November 20, 2015 at 9:31 a.m. at 9781 South Meridian Boulevard, Suite 120, Englewood, CO 80112.

Attendance

A special meeting of the Board of Directors of the Lewis Pointe Metropolitan District was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

Andy Trietley
Frank Walker
Jeff Carlson

Director Pekas and Director Balken were absent and their absences were excused.

Also present were, Matt Ruhland, Miller & Associates Law Offices, LLC, Lillie Mearse, Capital Consultants Management Corporation, and Jason Carroll, CliftonLarsonAllen, LLP

Call to Order

Director Trietley noted that a quorum of the Board was present and the Directors confirmed their qualifications to serve.

Disclosure Matters

Mr. Ruhland advised the Board that pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Each Board member confirmed the contents of written disclosures 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.

Director Trietley disclosed that he is a party to a contract to purchase an undivided interest in vacant land located within the District. He further disclosed that he is employed by Lennar, an entity that owns property within the District. These disclosures are associated with approval of items on the agenda that may affect his interests.

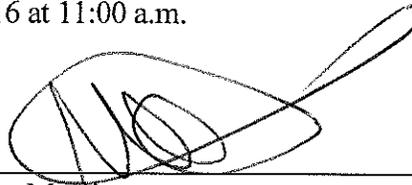
Director Walker disclosed that he is a party to a contract to purchase an undivided interest in vacant land located within the District. He further disclosed that he is employed by Lennar, an entity that owns property within the District. These disclosures are associated with approval of items on the agenda that may affect his interests.

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- Director Carlson disclosed that he is a party to a contract to purchase an undivided interest in vacant land located within the District. He further disclosed that he is employed by Lennar, an entity that owns property within the District. These disclosures are associated with approval of items on the agenda that may affect his interests.
- Written disclosures of the interests of all of the directors were filed with the Secretary of State prior to the meeting.
- Approval of Minutes The Board members reviewed the minutes from the meeting which was held on May 22, 2015. Upon a motion of Director Trietley and a second by Director Walker, the minutes of the meeting were unanimously approved.
- Public Hearing to Consider 2015 Budget Amendment and Adoption of Resolution Amending 2015 Budget Mr. Carroll presented the proposed budget amendment for 2015. Director Trietley opened the public hearing and, no one appearing to be heard, closed the hearing. Upon review and discussion of the proposed budget amendment for 2015 and upon the motion of Director Trietley and second of Director Walker, the Board unanimously approved the proposed budget amendment for 2015, and appropriated the funds therefor. The Board also authorized the execution of the resolution to amend its 2015 budget containing details of the Board's action.
- 2016 Budget Hearing/Adoption of 2016 Budget Resolution Mr. Carroll presented the proposed 2016 budget. Director Trietley opened the public hearing and, no one appearing to be heard, closed the hearing. Upon review and discussion of the proposed budget for 2016 and upon the motion of Director Trietley and second of Director Carlson, the Board unanimously approved the proposed budget for 2016, and appropriated the funds therefor. The Board also authorized the execution of the resolution to adopt 2016 budget containing details of the Board's action.
- 2015 Audit The Board directed Mr. Carroll to obtain 2015 audit proposals for review at the next scheduled meeting.
- 2016 Administrative Resolution Mr. Ruhland presented the board with the 2016 Administrative Resolution. Upon review and discussion of the 2016 Administrative Resolution and upon the motion of Director Trietley and second of Director Walker, the Board unanimously approved the 2016 Administrative Resolution.
- 2016 Election Resolution Mr. Ruhland presented the board with the 2016 Election Resolution. Upon review and discussion of the 2016 Election Resolution and upon the motion of Director Trietley and second of Director Walker, the Board unanimously approved the 2016 Election Resolution.

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- Approval of Residential Improvement Guidelines Mr. Ruhland presented the draft Residential Improvement Guidelines for Board consideration. Upon review and discussion of the draft Residential Improvement Guidelines and upon the motion of Director Carlson and second by Director Walker, the Board designated Director Trietley to finalize the Residential Improvement Guidelines with legal counsel for consideration and adoption at the next board meeting.
- Manager's Report Ms. Mearse presented the Common Area Landscape and Irrigation Phase 1 Tract Inspection report conducted October 5, 12, and 14, 2015.
- Adjournment There being no further business to come before the Board and upon the motion of Director Trietley, a second of Director Walker and unanimous consent of the Board, the meeting was adjourned at 11:00 a.m. The next regular meeting of the Board is scheduled for Monday, February 1, 2016 at 11:00 a.m.



Secretary for the Meeting