

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
BELLEVIEW VILLAGE METROPOLITAN DISTRICT
("DISTRICT")
HELD
JULY 22, 2020**

A special meeting of the Board of Directors of the District (referred to hereafter as the "Board") was convened on Wednesday, the 22nd day of July, 2020, at 2:45 P.M. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via telephone conference. The meeting was open to the public telephonically.

Directors In Attendance Were:

Matt Hengel
Eric Kubly
Jason Pock

Also, In Attendance Were:

MaryAnn McGeady, Esq., Samantha Lillehoff, Esq.; McGeady Becher P.C.

Alex Fink; CliftonLarsonAllen LLP ("CLA")

Brittany Barnett and Jerry Jacobs; Timberline District Consulting, LLC

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 McGeady requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney McGeady 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.

ADMINISTRATIVE
MATTERS

Agenda: Attorney McGeady distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Pock, seconded by Director Hengel and, upon vote unanimously carried, the Agenda was approved.

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. It was noted that due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via telephone conference, without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice providing the conference bridge information was duly posted and that they have not received any objections or any requests that the means of hosting the meeting be changed by taxpaying electors within its boundaries.

Public Comment: None.

Resignation from the Board of Directors: The Board acknowledged the resignation of Matt Childers from the Board of Directors, effective June 23, 2020.

Minutes of the June 8, 2020 Special Meeting: Following discussion, upon motion duly made by Director Hengel, seconded by Director Kubly and, upon vote unanimously carried, the Minutes of the June 8, 2020 Special Meeting were approved.

Service Agreement for District Management Services by and between the District and Timberline District Consulting, LLC: Following discussion, upon a motion duly made by Director Kubly, seconded by Director Hengel and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for District Management Services by and between the District and Timberline District Consulting, LLC.

FINANCIAL
MATTERS

Service Agreement for Cost Verification Services by and between the District and Independent District Engineering Services, LLC: Following discussion, upon a motion duly made by Director Hengel, seconded by Director Kubly and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Cost Verification Services by and between the District and Independent District Engineering Services, LLC.

Proposed 2020 District Bond Issuance: The Board discussed matters related to the proposed 2020 Bond issuance.

Engagement of Greenberg Traurig, LLP as District Bond Counsel and Disclosure Counsel: Following discussion, upon motion duly made by Director Hengel, seconded by Director Kubly, and upon vote unanimously carried, the Board ratified approval of the Engagement Letter with Greenberg Traurig, LLP as District Bond Counsel and Disclosure Counsel.

Engagement of CLA for Preparation of Financial Forecast: Following review and discussion, upon motion duly made by Director Hengel, seconded by Director Kubly, and upon vote unanimously carried, the Board ratified approval of the Engagement Letter with CLA for preparation of the financial forecast.

LEGAL
MATTERS

Public Hearing on Inclusion of Real Property Owned by Richmond American Homes of Colorado, Inc.: The Board opened the public hearing to consider the Petition received from Richmond American Homes of Colorado, Inc. to Include Real Property (approximately 8.5 acres) into the District.

It was noted that publication of Notice stating that the Board would consider approving the inclusion of the Real Property owned by Richmond American Homes of Colorado, Inc. into the District was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, the Board considered the adoption of Resolution No. 2020-07-01, Resolution for Inclusion of Real Property into the District as set forth in the Petition. Upon motion duly made by Director Hengel, seconded by Director Kubly, and upon vote, unanimously carried, Resolution No. 2020-07-01; Resolution for Inclusion of Real Property, was adopted.

CONTINUING
DISCUSSION
ITEMS

Future Operations and Maintenance of Public Improvements: Discussion ensued. No action was taken by the Board.

Operation and Maintenance Funding and Potential Amendment to Operation Funding Agreement by and between the District and Richmond American Homes of Colorado, Inc.: Discussion ensued. No action was taken by the Board.

Potential Recurring Fees for Facilities Maintenance: Discussion ensued. No action was taken by the Board.

Status of Declaration of Covenants, Conditions and Restrictions for Belleview Village West: Discussion ensued on the status of the Declaration of Covenants, Conditions and Restriction for Belleview Village West. No action was taken by the Board.

Engagement of Spencer Fane LLP as District Special Counsel for Covenant Enforcement: Following discussion, upon motion duly made by Director Hengel, seconded by Director Kubly, and upon vote, unanimously carried, the Board ratified approval of the Engagement Letter with Spencer Fane LLP as District Special Counsel.

District Rules and Regulations: The Board discussed the need for implementation of District Rules and Regulations. No action was taken by the Board.


OTHER BUSINESS

Update on Status of Development within the District: An update was given concerning the status of development within the District. It was noted that at least two sales have been made.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Hengel, seconded by Director Kubly and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By 
Secretary for the Meeting