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MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
HERITAGE HILLS METROPOLITAN DISTRICT  
HELD  
January 17, 2018

A special meeting of the Board of Directors of the Heritage Hills Metropolitan District was held on January 17, 2018 at 11:30 a.m. at the Heritage Hills Clubhouse, 9201 Heritage Hills Parkway, Lone Tree, Colorado 80124. The meeting was open to the public.

Attendance                    In attendance were the following Directors:  
Bob Orban  
Joyce Lew  
Brent Bailey  
Rich Johanson  
Darron Tucker (arrived at 11:55)

Also in attendance were:  
Denise Denslow; CliftonLarsonAllen LLP (“CLA”)  
Tamara Seaver; Icenogle Seaver Pogue  
Karl Bruce; Resident

Call to Order                    The meeting was called to order at 11:46 a.m.

Declaration of  
Quorum/Director  
Qualifications/  
Disclosures of  
Conflicts                    The Board discussed the requirement pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. It was noted that Board Member Darron Tucker also serves on the Board of the Heritage Hills Homeowners Association, Inc.

Public Comments                    No public comments were made.

Approval of  
Consent Agenda                    A.     Approval of Agenda  
B.     Approval of Minutes from December 14, 2017 as presented.  
C.     Review and Consider Approval of Annual Resolution.

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Following discussion, upon a motion duly made by Director Lew, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the consent agenda as presented.

### Manager Items

A. Review and Consider Approval of Designs by Sundown 2018 Contract

The Board reviewed and discussed the Designs by Sundown 2018 contract. After discussion upon a motion duly made by Director Lew, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the contract not to exceed 127,173.77, to include removal of winter annuals and contingent upon final review.

B. License Plate Camera and Security Overview with Security Central

The Board deferred discussion on this item.

C. Review and Approve HOA Lease Agreement

The Board reviewed and approved the HOA Lease Agreement subject to clarification of use and availability.

D. Review and Approve SF Construction Invoices

The Board reviewed and discussed the water leak in the clubhouse. Following discussion, upon a motion duly made by Director Johanson, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the SF Construction invoices.

E. Review and Approve Arapahoe Security Proposal for Gatehouse Door Replacement

The Board reviewed the proposal for gatehouse door replacements. Following discussion, upon a motion duly made by Director Lew, seconded by Director Bailey and, upon vote, unanimously carried, the Board approved the Arapahoe Security Proposal for gatehouse door replacement.

### Financial Items

A. Review and Approve Schedule of Cash Position

Following review, upon a motion duly made by Director Lew, seconded by Director Johanson and, upon vote, unanimously carried, the Board accepted the Schedule of Cash Position.

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B. Ratify Interim Checks – Represented by Check Numbers 1274 through 1282 and two ACH payments, totaling \$252,442.26

Following review, upon a motion duly made by Director Lew, seconded by Director Johanson and, upon vote, unanimously carried, the Board ratified approval of the interim checks, represented by check numbers #1274 through #1282 and two ACH payments in the amount \$252,442.26.

Legal Matters

A. Executive Session pursuant to Sections 24-6-402(4)(a), 24-6-402(4)(b), and 24-6-402(4)(e), C.R.S. for the purpose of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators regarding the purchase, acquisition, lease, transfer, or sale of real property and agreements with the Heritage Hills HOA.

Following discussion, upon a motion duly made by Director Lew, seconded by Director Bailey and, upon vote, unanimously carried, the Board entered into Executive Session at 12:45 p.m.

Following discussion, upon a motion duly made by Director Lew, seconded by Director Orban and, upon vote, unanimously carried, the Board exited from Executive Session at 1:30 p.m.

No action was taken.

Next Meeting

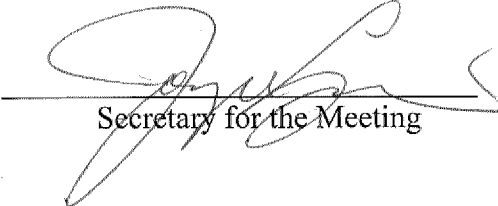
A. Confirm Quorum for Next Regular Board Meeting

The next Regular Board meeting will be held on February 8, 2018 at 12:30 p.m.

Adjournment

The meeting adjourned at 1:31 p.m.

Respectfully submitted,

  
Secretary for the Meeting