

INDY OAK TOD METROPOLITAN DISTRICT

141 Union Boulevard, Suite 150

Lakewood, CO 80228

Phone: 303-987-0835

NOTICE OF SPECIAL MEETING AND AGENDA

DATE: Tuesday, October 30, 2018
TIME: 1:00 p.m.
PLACE: Century Communities
8390 E. Crescent Parkway, Suite 650
Greenwood Village, CO 80111

| <u>Board of Directors</u> | <u>Office</u> | <u>Term Expires</u> |
|---------------------------|---------------------|---------------------|
| Eric Dome | President | May 2022 |
| Brian Mulqueen | Assistant Secretary | May 2020 |
| Daniel Galasso | Assistant Secretary | May 2020 |
| Vacant | | May 2020 |
| Vacant | | May 2022 |

I. ADMINISTRATIVE MATTERS

A. Present disclosures of potential conflicts of interest.

B. Approve agenda; confirm location of meeting and posting of meeting notices and designate 24 hour posting location.

C. Discuss result of the May 8, 2018 Regular Election (enclosure).

D. Consider appointment of officers.

President: _____

Secretary: _____

Treasurer: _____

Assistant Secretary(ies): _____

E. Public Comment.

- F. Review and consider approval of the December 14, 2017 organizational meeting minutes (enclosure).
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- G. Ratify the engagement of Special District Management Services, Inc. for District Management Services.
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- H. Discuss business to be conducted in 2019. Consider adoption of Resolution No. 2018-10-01 Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (enclosure). Appoint representative to post notices within the District.
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- I. Discuss status of insurance and renewal of Special District Association membership.
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II. FINANCIAL MATTERS

- A. Ratify / approve the payment of claims (to be distributed).
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- B. Review unaudited financial statement and cash position (to be distributed).
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- C. Ratify approval of the 2017 Audit Exemption Application (enclosure).
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- D. Ratify appointment of Simmons & Wheeler, P.C. to prepare the 2019 Budget.
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- E. Conduct public hearing on 2018 Budget Amendment and consider adoption of Resolution Amending 2018 Budget, if necessary (to be distributed).
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- F. Conduct Public Hearing on the proposed 2019 Budget and consider adoption of Resolution No. 2018-10-__ to Adopt the 2019 Budget and Appropriate Sums of Money and Resolution No. 2018-10-__ to Set Mill Levy (enclosures).
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- G. Authorize District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.
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- H. Consider appointment of Simmons & Wheeler, P.C. to prepare and file the 2018 Audit Exemption Application.
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- I. Consider the appointment of Simmons & Wheeler, P.C. to prepare the 2020 Budget.
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III. LEGAL MATTERS

- A. Conduct public hearing to consider inclusion of approximately 4.47 acres of real property owned by Century at Pearson Grove, LLC into the District. Consider adoption of Resolution No. 2018-10-__, Resolution for Inclusion of Real Property (enclosures – Petition and Resolution).
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- B. Ratify adoption of Resolution No. 2017-12-13 Regarding the Imposition of District Fees (to be distributed).
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IV. COVENANT ENFORCEMENT / DESIGN REVIEW

- A. Discuss covenant enforcement and design review services for the District.
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- B. Discuss and consider adoption of Resolution No. 2018-10-__ Adopting the Rules and Regulations of Indy Oak TOD (to be distributed).
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- C. Discuss and consider adoption of Resolution No. 2018-10-__ Acknowledging and Adopting the Declaration of Covenant and Restrictions of Indy Oak TOD (to be distributed).
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- D. Discuss and consider adoption of Resolution No. 2018-10-__ Adopting the Policies and Procedures Governing the Enforcement of the Protective Covenants of Indy Oak TOD (to be distributed).
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V. CONSTRUCTION MATTERS

- A. Discuss 2019 development / construction outlook.
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- B. Discuss engagement of engineer for Cost Verification Services.
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VI. OTHER BUSINESS

- A. Discuss Transparency Notice and mode of eligible elector notification for 2019 (post on SDA website).
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VII. ADJOURNMENT

**NOTICE OF CANCELLATION OF REGULAR ELECTION
BY THE DESIGNATED ELECTION OFFICIAL**

NOTICE IS HEREBY GIVEN by the Indy Oak TOD Metropolitan District, Jefferson County, Colorado, that at the close of business on the sixty-third day before the election there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates; therefore, the election to be held on May 8, 2018, is hereby canceled pursuant to Section 1-13.5-513, C.R.S.

The following candidates are declared elected:

| | |
|-----------|--|
| Eric Dome | until the second regular election (May 3, 2022) |
|-----------|--|

| | |
|---------------------|--|
| Kristopher Crawford | until the second regular election (May 3, 2022) |
|---------------------|--|

DATED: March 21, 2018

/s/ Jennifer S. Henry

Designated Election Official for
Indy Oak TOD Metropolitan District
c/o McGeady Becher P.C.
450 E. 17th Avenue, Suite 400
Denver, Colorado 80203-1254
Telephone No: (303) 592-4380

Published In: The Denver Post – Your Hub (Lakewood)

Published On: April 5, 2018

RECORD OF PROCEEDINGS

MINUTES OF THE ORGANIZATIONAL MEETING OF
THE BOARD OF DIRECTORS OF THE
INDY OAK TOD METROPOLITAN DISTRICT (THE "DISTRICT")
HELD
DECEMBER 14, 2017

An organizational meeting of the Board of Directors of the Indy Oak TOD Metropolitan District (referred to hereafter as the "Board") was convened on Thursday, December 14, 2017, at 10:00 a.m., at the offices of Century Communities, 8390 E. Crescent Parkway, Suite 650, Greenwood Village, Colorado 80111. The meeting was open to the public.

Directors In Attendance Were:

Eric Dome
Jeff Powles
Brian Mulqueen
Daniel Galasso
Matthew Wilkinson

Also, In Attendance Were:

Elisabeth A. Cortese, Esq.; McGeady Becher P.C.
Diane Wheeler, Simmons & Wheeler, P.C.

DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST

Attorney Cortese 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. It was noted by Attorney Cortese that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

ADMINISTRATIVE
MATTERS

Agenda: Attorney Cortese distributed for the Board's review and approval a proposed Agenda for the District's organizational meeting. Following discussion, upon motion duly made by Director Powles, seconded by Director Dome and, upon vote unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

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. Following discussion, and upon motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its 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 taxing electors within its boundaries.

Oaths of Office and Organizational Documents: It was confirmed by Attorney Cortese that the oaths of office and organizational documents have been filed with the proper entities.

Appointment of Officers: Following discussion, upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

President: Eric Dome
Secretary/Treasurer: Jeff Powles
Assistant Secretaries: Brian Mulqueen, Daniel Galasso and Matthew Wilkinson

Public Comment: There was no public comment.

Engagement of McGeady Becher P.C. as District General Counsel: The Board considered the engagement of McGeady Becher P.C. as District General Counsel. Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board engaged McGeady Becher P.C. as District General Counsel.

Engagement of District Manager: The Board discussed engaging a district manager. Following discussion, upon a motion duly made by Director Galasso, seconded by Director Wilkinson and, upon vote, unanimously carried, the Board authorized Director Powles to interview and engage a District Manager.

Engagement of District Accountant: The Board discussed engaging Simmons & Wheeler, P.C. for accounting services. Following discussion, upon a motion duly made by Director Powles seconded by Director Galasso and, upon vote, unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. for accounting services.

RECORD OF PROCEEDINGS

The Board moved to discussion of the Financial Matters on the Agenda.

FINANCIAL MATTERS

Federal Employer Identification Number ("FEIN"), Sales Tax Exemption and PDPA Numbers: Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the execution of the following documents and authorized the District Accountant to apply for the required numbers:

1. Application for FEIN;
2. Application for Sales Tax Exemption for Colorado; and
3. Application for Assignment of PDPA Number for Public Funds Deposited in Banks.

Investment Policy: Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board approved the establishment of a policy authorizing investments in accordance with state statutes.

Preparation of 2017 and 2018 Budgets: Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board ratified the appointment of Simmons & Wheeler, P.C. to prepare the District's 2017 and 2018 Budgets.

2017 Budget Hearing: The Board opened the public hearing to consider the proposed 2017 Budget and discuss related issues. It was noted that Notice stating that the Board would consider adoption of the 2017 Budget and the date, time and place of the public hearing was posted in three locations in the District, in accordance with statutory requirements.

No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Following discussion, the Board considered the adoption of a Resolution No. 2017-12-03 to Adopt the 2017 Budget and Appropriate Sums of Money. Upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, the Board adopted Resolution No. 2017-12-03 and authorized execution of the Certification of Budget. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government.

RECORD OF PROCEEDINGS

2018 Budget Hearing: The Board opened the public hearing to consider the proposed 2018 Budget and discuss related issues. It was noted that Notice stating that the Board would consider adoption of the 2018 Budget and the date, time and place of the public hearing was posted in three locations in the District, in accordance with statutory requirements.

No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Following discussion, the Board considered the adoption of a Resolution No. 2017-12-04 to Adopt the 2018 Budget and Appropriate Sums of Money and Resolution No. 2017-12-05 to Set Mill Levies (at 106.000 mills for the General Fund). Upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, the Board adopted Resolution Nos. 2017-12-04 and 2017-12-05 and authorized execution of the Certification of Budget and Certification of Mill Levies, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2017. District Counsel was authorized to transmit the Certification of Mill Levies to the Jefferson County Board of commissioners not later than December 15, 2017. District Counsel was further authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2018.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties. Following discussion, upon motion duly made by Director Galasso, seconded by Director Wilkinson and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Establishment of District Bank Account: Following discussion, upon motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board approved the establishment of the District's bank account and authorized all Board members to be signers on the account and adopted a policy requiring two signatures on all checks. The Board directed the District Accountant to handle this matter.

The Board resumed discussion of Administrative Matters on the Agenda.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS CONTINUED

Resolution No. 2017-12-01 Authorizing District Insurance Coverage through the Colorado Special Districts Property and Liability Pool and the Special District Association: Attorney Cortese reviewed the statutory requirements for insurance coverage with the Board. Following discussion, the Board determined to obtain public officials' liability, general liability, and comprehensive crime insurance coverage through the Colorado Special Districts Property and Liability Pool, to join the Special District Association ("SDA") and approve the Agency Services Agreement with T. Charles Wilson for insurance agency services. Upon motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-01 to obtain insurance coverage through the Colorado Special Districts Property and Liability Pool, join the SDA and approved the Agency Services Agreement with T. Charles Wilson.

Resolution No. 2017-12-02; Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices: Following discussion, upon a motion duly made by Director Powles, seconded by Director Dome and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-02; Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices and determined to hold 2018 meetings as needed at the office of Century Communities

LEGAL MATTERS

Resolution No. 2017-12-06 Calling May 8, 2018 Election: The Board discussed the May 8, 2018 election. Following discussion, upon motion duly made by Director Galasso, seconded by Director Mulqueen and, upon vote unanimously carried, the Board adopted Resolution No. 2017-12-06 Calling a May 8, 2018 Directors' Election which appointed Jennifer S. Henry as the Designated Election Official and authorized her to perform all tasks required for the May 8, 2018 Regular Election of the Board of Directors for the conduct of a mail ballot election.

Operation Funding Agreement: Attorney Cortese reviewed the proposed Operation Funding Agreement by and between the District and Century at Oak Street, LLC with the Board. Following discussion, upon motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board approved the Operation Funding Agreement by and between the District and Century at Oak Street, LLC.

Facilities Funding and Acquisition Agreement: Attorney Cortese reviewed the proposed Facilities Funding and Acquisition Agreement by and between the District and Century at Oak Street, LLC with the Board. Following discussion, upon motion duly made by Director Wilkinson, seconded by Director Galasso and,

RECORD OF PROCEEDINGS

upon vote unanimously carried, the Board approved the Facilities Funding and Acquisition Agreement by and between the District and Century at Oak Street Place, LLC.

Resolution No. 2017-17-07; Resolution Providing Policy Regarding Recording of Public and Executive Session Meetings: Following discussion, upon a motion duly made by Director Galasso, seconded by Director Mulqueen and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-07; Resolution Providing Policy Regarding Recording of Public and Executive Session Meetings.

Resolution No. 2017-12-08; Resolution Providing for the Defense and Indemnification of Directors and Employees of the District: Following discussion, upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-08; Resolution Providing for the Defense and Indemnification of Directors and Employees of the District.

Resolution No. 2017-12-09; Resolution Declaring the District's Intent to Reimburse Expenditures with the Proceeds of Future Tax-Exempt Bonds: Following discussion, upon a motion duly made by Director Galasso, seconded by Director Dome and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-09; Resolution Declaring the District's Intent to Reimburse Expenditures with the Proceeds of Future Tax-Exempt Bonds.

Resolution No. 2017-12-10 Resolution Regarding the District's Intent to Reimburse Developer for Advances for Operations, Maintenance and Capital Expenses: Following discussion, upon a motion duly made by Director Powles, seconded by Director Wilkinson and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-10; Resolution Regarding the District's Intent to Reimburse Developer for Advances for Operations, Maintenance and Capital Expenses.

Resolution No. 2017-12-11; Resolution Regarding Colorado Open Records Act Requests: Following discussion, upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-11; Resolution Regarding Colorado Open Records Act Requests.

Resolution No. 2017-12-12; Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Records Retention Schedule: Following discussion, upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board adopted Resolution No.

RECORD OF PROCEEDINGS

2017-12-12; Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Records Retention Schedule.

Resolution No. 2017-12-13 Regarding the Imposition of District Fees: Following discussion, upon a motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-12-13; Resolution Regarding the Imposition of District Fees, subject to final legal review.

COVENANT ENFORCEMENT/ DESIGN REVIEW

Covenant Enforcement and Design Review Services for the District: Discussion deferred.

CONSTRUCTION MATTERS

Development / Construction Outlook: It was reported that the Developer anticipates closings to occur mid-to late 2018, with full buildout anticipated in 2020.

Cost Verification Engineering Services: The Board discussed engagement of an independent engineer for cost verification services and directed legal counsel to gather proposals.

OTHER BUSINESS

Consent: Attorney Cortese discussed with the Board the consent to be listed on the McGeady Becher P.C. website as a client. Following discussion, upon motion duly made by Director Powles, seconded by Director Galasso and, upon vote, unanimously carried, the Board approved the Consent.

ADJOURNMENT

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

Respectfully submitted,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL DECEMBER 14, 2017 ORGANIZATIONAL MINUTES OF THE INDY OAK TOD METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Eric Dome

Brian Mulqueen

Daniel Galasso

RESOLUTION NO. 2018-10-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF
INDY OAK TOD METROPOLITAN DISTRICT
ESTABLISHING REGULAR MEETING DATES, TIME AND LOCATION, AND
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES**

A. Pursuant to Section 32-1-903, C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.

B. Pursuant to Section 24-6-402(2)(c), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the place at which notice will be posted at least 24 hours prior to each meeting.

C. Pursuant to Section 32-1-903, C.R.S., special districts are required to post notices of regular and special meetings at three (3) public places within the district and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting.

D. Pursuant to Section 32-1-903, C.R.S., all special and regular meetings of the board shall be held at locations which are within the boundaries of the district or which are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.

E. The provisions of Section 32-1-903, C.R.S., may be waived if: (1) the proposed change of location of a meeting of the board appears on the agenda of a regular or special meeting; and (2) a resolution is adopted by the board stating the reason for which a meeting is to be held in a location other than under Section 32-1-903(1), C.R.S., and further stating the date, time and place of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Indy Oak TOD Metropolitan District of the County of Jefferson, Colorado:

1. That the provisions of Section 32-1-903(1), C.R.S., be waived pursuant to the adoption of this Resolution.

2. That the Board of Directors (the "**District Board**") has determined that conducting regular and special meetings pursuant to Section 32-1-903(1), C.R.S., would be inconvenient and costly for the Directors and consultants of the District in that they live and/or work outside the twenty (20) mile radius requirement.

3. That regular meetings of the District Board of the Indy Oak TOD Metropolitan District for the year 2019 shall be held on _____ at _____, at the offices of Century Communities, 8390 E. Crescent Parkway, Suite 650, Greenwood Village in Arapahoe County, Colorado.

4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each Director.

5. That, until circumstances change and a future resolution of the District Board so designates, the location of all special and regular meetings of the District Board shall appear on the agenda(s) of said special and regular meetings.

6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s), location(s) and any such objections shall be considered by the District Board in setting future meetings.

7. Notice of Meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the following location:

(a) On a post within the boundaries of the District

8. Notices of regular and special meetings required to be posted at three (3) public places within the District and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting shall be made pursuant to Section 32-1-903, C.R.S., at the following locations:

(a) On a post within the boundaries of the District

(b) On a post within the boundaries of the District

(c) On a post within the boundaries of the District

9. _____, or his/her designee, is hereby appointed to post the above-referenced notices.

RESOLUTION APPROVED AND ADOPTED on October 30, 2018.

**INDY OAK TOD METROPOLITAN
DISTRICT**

By: _____
President

Attest:

Secretary

APPLICATION FOR EXEMPTION FROM AUDIT

SHORT FORM

NAME OF GOVERNMENT
ADDRESS

Indy Oak TOD Metropolitan District
450 E. 17th Street, Suite 400
Denver, CO 80203

For the Year Ended
12/31/17
or fiscal year ended:

CONTACT PERSON
PHONE
EMAIL
FAX

Mary Jo Dougherty
303-592-4380
MJDougherty@mcgeadysisneros.com

PART 1 - CERTIFICATION OF PREPARER

I certify that I am skilled in governmental accounting and that the information in the application is complete and accurate, to the best of my knowledge.

NAME:

Diane Wheeler

TITLE

District Accountant

FIRM NAME (if applicable)

Simmons & Wheeler, P.C.

ADDRESS

304 Inverness Way South, Suite 490 Englewood, CO 80112

PHONE

303-689-0833

DATE PREPARED

(Must be prepared prior to
Board approval)

3/28/2018

PREPARER (SIGNATURE REQUIRED)

Diane Wheeler

Diane Wheeler (Mar 29, 2018)

Please indicate whether the following financial information is
recorded using Governmental or Proprietary fund types

GOVERNMENTAL
(MODIFIED ACCRUAL BASIS)



PROPRIETARY
(CASH OR BUDGETARY BASIS)



PART 2 - REVENUE

REVENUE: All revenues for all funds must be reflected in this section, including proceeds from the sale of the government's land, building, and equipment, and proceeds from debt or lease transactions. Financial information will not include fund equity information.

| Line# | Description | Round to nearest Dollar | Please use this space to provide any necessary explanations |
|-------|--|-------------------------|---|
| 2-1 | Taxes: Property | \$ - | |
| 2-2 | Specific ownership | \$ - | |
| 2-3 | Sales and use | \$ - | |
| 2-4 | Other (specify): | \$ - | |
| 2-5 | Licenses and permits | \$ - | |
| 2-6 | Intergovernmental: Grants | \$ - | |
| 2-7 | Conservation Trust Funds (Lottery) | \$ - | |
| 2-8 | Highway Users Tax Funds (HUTF) | \$ - | |
| 2-9 | Other (specify): | \$ - | |
| 2-10 | Charges for services | \$ - | |
| 2-11 | Fines and forfeits | \$ - | |
| 2-12 | Special assessments | \$ - | |
| 2-13 | Investment income | \$ - | |
| 2-14 | Charges for utility services | \$ - | |
| 2-15 | Debt proceeds (should agree with line 4-4, column 2) | \$ - | |
| 2-16 | Lease proceeds | \$ - | |
| 2-17 | Developer Advances received (should agree with line 4-4) | \$ - | |
| 2-18 | Proceeds from sale of capital assets | \$ - | |
| 2-19 | Fire and police pension | \$ - | |
| 2-20 | Donations | \$ - | |
| 2-21 | Other (specify): | \$ - | |
| 2-22 | | \$ - | |
| 2-23 | | \$ - | |
| 2-24 | (add lines 2-1 through 2-23) TOTAL REVENUE | \$ - | |

PART 3 - EXPENDITURES

EXPENDITURES: All expenditures for all funds must be reflected in this section, including the purchase of capital assets and principal and interest payments on long-term debt. Financial information will not include fund equity information.

| Line# | Description | Round to nearest Dollar | Please use this space to provide any necessary explanations |
|-------|---|-------------------------|---|
| 3-1 | Administrative | \$ - | |
| 3-2 | Salaries | \$ - | |
| 3-3 | Payroll taxes | \$ - | |
| 3-4 | Contract services | \$ - | |
| 3-5 | Employee benefits | \$ - | |
| 3-6 | Insurance | \$ - | |
| 3-7 | Accounting and legal fees | \$ - | |
| 3-8 | Repair and maintenance | \$ - | |
| 3-9 | Supplies | \$ - | |
| 3-10 | Utilities and telephone | \$ - | |
| 3-11 | Fire/Police | \$ - | |
| 3-12 | Streets and highways | \$ - | |
| 3-13 | Public health | \$ - | |
| 3-14 | Culture and recreation | \$ - | |
| 3-15 | Utility operations | \$ - | |
| 3-16 | Capital outlay | \$ - | |
| 3-17 | Debt service principal (should agree with Part 4) | \$ - | |
| 3-18 | Debt service interest | \$ - | |
| 3-19 | Repayment of Developer Advance Principal (should agree with line 4-4) | \$ - | |
| 3-20 | Repayment of Developer Advance Interest | \$ - | |
| 3-21 | Contribution to pension plan (should agree to line 7-2) | \$ - | |
| 3-22 | Contribution to Fire & Police Pension Assoc. (should agree to line 7-2) | \$ - | |
| 3-23 | Other (specify): | \$ - | |
| 3-24 | | \$ - | |
| 3-25 | | \$ - | |
| 3-26 | (add lines 3-1 through 3-24) TOTAL EXPENDITURES | \$ - | |

If TOTAL REVENUE (Line 2-24) or TOTAL EXPENDITURES (Line 3-26) are GREATER than \$100,000 - **STOP**. You may not use this form. Please use the "Application for Exemption from Audit - LONG FORM".

PART 4 - DEBT OUTSTANDING, ISSUED, AND RETIRED

Please answer the following questions by marking the appropriate boxes.

| | Yes | No |
|---|--------------------------------------|-------------------------------------|
| 4-1 Does the entity have outstanding debt? If Yes, please attach a copy of the entity's Debt Repayment Schedule. | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4-2 Is the debt repayment schedule attached? If no, MUST explain: <div style="border: 1px solid black; height: 20px; width: 100%;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4-3 Is the entity current in its debt service payments? If no, MUST explain: <div style="border: 1px solid black; height: 20px; width: 100%;"></div> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4-4 Please complete the following debt schedule, if applicable: (please only include principal amounts)(enter all amount as positive numbers) | | |
| | Outstanding at end of prior year* | Issued during year |
| | Retired during year | Outstanding at year-end |
| General obligation bonds | \$ - | \$ - |
| Revenue bonds | \$ - | \$ - |
| Notes/Loans | \$ - | \$ - |
| Leases | \$ - | \$ - |
| Developer Advances | \$ - | \$ - |
| Other (specify): | \$ - | \$ - |
| TOTAL | \$ - | \$ - |

*must tie to prior year ending balance

Please answer the following questions by marking the appropriate boxes.

| | Yes | No |
|--|-------------------------------------|-------------------------------------|
| 4-5 Does the entity have any authorized, but unissued, debt? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| If yes: How much? | \$ 40,000,000.00 | |
| Date the debt was authorized: | | |
| 4-6 Does the entity intend to issue debt within the next calendar year? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If yes: How much? | \$ - | |
| 4-7 Does the entity have debt that has been refinanced that it is still responsible for? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If yes: What is the amount outstanding? | \$ - | |
| 4-8 Does the entity have any lease agreements? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If yes: What is being leased? | | |
| What is the original date of the lease? | | |
| Number of years of lease? | | |
| Is the lease subject to annual appropriation? | <input type="checkbox"/> | <input type="checkbox"/> |
| What are the annual lease payments? | \$ - | |
| 4-9 Does the entity have a certified Mill Levy? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If yes: Please provide the following <u>mills</u> levied for the year reported (do not report \$ amounts): | | |

| | |
|-----------------|---|
| Bond Redemption | - |
| General/Other | - |
| TOTAL | - |

Please use this space to provide any explanations or comments:

PART 5 - CASH AND INVESTMENTS

Please provide the entity's cash deposit and investment balances.

| | Amount | Total |
|--|--------|-------|
| 5-1 YEAR-END Total of ALL Checking and Savings Accounts | \$ - | |
| 5-2 Certificates of deposit | \$ - | |
| Total Cash Deposits | | \$ - |
| Investments (if investment is a mutual fund, please list underlying investments) | | |
| | \$ - | |
| | \$ - | |
| 5-3 | \$ - | |
| | \$ - | |
| Total Investments | | \$ - |
| Total Cash and Investments | | \$ - |

Please answer the following questions by marking in the appropriate boxes

| | Yes | No | N/A |
|---|-------------------------------------|--------------------------|-------------------------------------|
| 5-4 Are the entity's Investments legal in accordance with Section 24-75-601, et. seq., C.R.S.? | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5-5 Are the entity's deposits in an eligible (Public Deposit Protection Act) public depository (Section 11-10.5-101, et seq. C.R.S.)? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If no, MUST use this space to provide any explanations:

PART 6 - CAPITAL ASSETS

Please answer the following questions by marking in the appropriate boxes.

Yes

No

6-1 Does the entity have capital assets?

☐
☒

6-2 Has the entity performed an annual inventory of capital assets in accordance with Section 29-1-506, C.R.S.? If no, MUST explain:

☐
☒

N/A

6-3

Complete the following capital assets table:

| | Balance - beginning of the year* | Additions (Must be included in Part 3) | Deletions | Year-End Balance |
|---|--|--|-----------|---------------------|
| Land | \$ - | \$ - | \$ - | \$ - |
| Buildings | \$ - | \$ - | \$ - | \$ - |
| Machinery and equipment | \$ - | \$ - | \$ - | \$ - |
| Furniture and fixtures | \$ - | \$ - | \$ - | \$ - |
| Construction In Progress (CIP) | \$ - | \$ - | \$ - | \$ - |
| Other (explain): | \$ - | \$ - | \$ - | \$ - |
| Accumulated Depreciation (Please enter a negative, or credit, balance) | \$ - | \$ - | \$ - | \$ - |
| TOTAL | \$ - | \$ - | \$ - | \$ - |

*must tie to prior year ending balance

Please use this space to provide any explanations or comments:

PART 7 - PENSION INFORMATION

Please answer the following questions by marking in the appropriate boxes.

Yes

No

7-1 Does the entity have an "old hire" firemen's pension plan?

☐
☒

7-2 Does the entity have a volunteer firemen's pension plan?

☐
☒

If yes: Who administers the plan?

Indicate the contributions from:

Tax (property, SO, sales, etc.):

\$ -

State contribution amount:

\$ -

Other (gifts, donations, etc.):

\$ -

TOTAL

\$ -

What is the monthly benefit paid for 20 years of service per retiree as of Jan 1?

\$ -

Please use this space to provide any explanations or comments:

PART 8 - BUDGET INFORMATION

Please answer the following questions by marking in the appropriate boxes.

Yes

No

N/A

8-1 Did the entity file a budget with the Department of Local Affairs for the current year in accordance with Section 29-1-113 C.R.S.?

☒
☐
☐

If no, MUST explain:

8-2 Did the entity pass an appropriations resolution, in accordance with Section 29-1-108 C.R.S.? If no, MUST explain:

☒
☐
☐

If yes: Please indicate the amount appropriated for each fund for the year reported:

| | |
|---------|-----------|
| General | \$ 50,000 |
| | |
| | |
| | |

PART 9 - TAXPAYER'S BILL OF RIGHTS (TABOR)

Please answer the following question by marking in the appropriate box

Yes

No

- 9-1** Is the entity in compliance with all the provisions of TABOR [State Constitution, Article X, Section 20(5)]?

☒
☐

Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government from the 3 percent emergency reserve requirement. All governments should determine if they meet this requirement of TABOR.

If no, MUST explain:

PART 10 - GENERAL INFORMATION

Please answer the following questions by marking in the appropriate boxes.

Yes

No

- 10-1** Is this application for a newly formed governmental entity?

☒
☐

If yes: Date of formation: 9/27/2017

- 10-2** Has the entity changed its name in the past or current year?

☐
☒

If yes: Please list the NEW name & PRIOR name:

- 10-3** Is the entity a metropolitan district?

☒
☐

Please indicate what services the entity provides:

Streets, Parks and Recreation, Water, Sanitation, Transportation, Mosquito Control, Traffic & Safety

- 10-4** Does the entity have an agreement with another government to provide services?

☐
☒

If yes: List the name of the other governmental entity and the services provided:

- 10-5** Has the district filed a Title 32, Article 1 Special District Notice of Inactive Status during the year? [Applicable to Title 32 special districts only, pursuant to Sections 32-1-103 (9.3) and 32-1-104 (3), C.R.S.]

☐
☒

If yes: Date Filed:

Please use this space to provide any explanations or comments:

PART 11 - GOVERNING BODY APPROVAL

Please answer the following question by marking in the appropriate box

YES

NO

12-1

If you plan to submit this form electronically, have you read the new Electronic Signature Policy?

☒

☐

Office of the State Auditor — Local Government Division - Exemption Form Electronic Signatures Policy and Procedure

Policy - Requirements

The Office of the State Auditor Local Government Audit Division may accept an electronic submission of an application for exemption from audit that includes governing board signatures obtained through a program such as DocuSign or EchoSign. Required elements and safeguards are as follows:

- The preparer of the application is responsible for obtaining board signatures that comply with the requirement in Section 29-1-604 (3), C.R.S., that states the application shall be personally reviewed, approved, and signed by a majority of the members of the governing body.
- The application must be accompanied by the signature history document created by the electronic signature software. The signature history document must show when the document was created and when the document was emailed to the various parties, and include the dates the individual board members signed the document. The signature history must also show the individuals' email addresses and IP address.
- Office of the State Auditor staff will not coordinate obtaining signatures.

The application for exemption from audit form created by our office includes a section for governing body approval. Local governing boards note their approval and submit the application through one of the following three methods:

- 1) Submit the application in hard copy via the US Mail including original signatures.
- 2) Submit the application electronically via email and either,
 - a. Include a copy of an adopted resolution that documents formal approval by the Board, or
 - b. Include electronic signatures obtained through a software program such as DocuSign or EchoSign in accordance with the requirements noted above.

| Print the names of ALL current governing board members below. | | A MAJORITY of the governing board members must complete and sign in the column below. |
|---|--|---|
| Board Member 1 | Print Board Member's Name Eric Dome | I <u>Eric Dome</u> , attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>Mar 30, 2018</u> My term Expires: <u>May 2018</u> |
| Board Member 2 | Print Board Member's Name Daniel Galasso | I <u>Daniel Galasso</u> , attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: <u>May 2020</u> |
| Board Member 3 | Print Board Member's Name Brian Mulqueen | I <u>Brian Mulqueen</u> , attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>Mar 29, 2018</u> My term Expires: <u>May 2020</u> |
| Board Member 4 | Print Board Member's Name Matthew Wilkinson | I <u>Matthew Wilkinson</u> , attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>Mar 29, 2018</u> My term Expires: <u>May 2018</u> |
| Board Member 5 | Print Board Member's Name | I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: <u>May 2018</u> |
| Board Member 6 | Print Board Member's Name | I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____ |
| Board Member 7 | Print Board Member's Name | I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____ |

Indy Oak Tod Metropolitan District
Proposed Budget
General Fund
For the Year ended December 31, 2019

| | Actual 2017 | Adopted Budget 2018 | Actual 08/31/18 | Estimate 2018 | Proposed Budget 2019 | Buildout 81 | Buildout 163 |
|--------------------------|----------------|---------------------------|--------------------|------------------|----------------------------|----------------|-----------------|
| Beginning fund balance | \$ - | \$ - | \$ - | \$ - | \$ 17,084 | \$ - | \$ - |
| Revenues: | | | | | | | |
| Property taxes | | 37,344 | 37,344 | 37,344 | 53,208 | 133,626 | 230,126 |
| Specific ownership taxes | | 2,988 | 2,223 | 3,300 | 4,257 | 10,690 | 18,410 |
| Developer advances | | 50,000 | | | | | |
| Assessment | | - | | | - | 53,460 | 107,580 |
| Interest income | - | - | - | - | - | 150 | 300 |
| Total revenues | - | 90,332 | 39,567 | 40,644 | 57,465 | 197,926 | 356,416 |
| Total funds available | - | 90,332 | 39,567 | 40,644 | 74,549 | 197,926 | 356,416 |
| Expenditures: | | | | | | | |
| Accounting / audit | - | 4,500 | 751 | 2,500 | 4,500 | 8,000 | 8,000 |
| Insurance/SDA dues | - | 3,500 | - | 3,500 | 3,500 | 3,500 | 3,500 |
| Legal | - | 14,000 | - | 14,000 | 14,000 | 15,000 | 15,000 |
| Election | - | 3,000 | - | - | - | 3,000 | 3,000 |
| Management | - | 5,000 | 1,508 | 3,000 | 10,000 | 15,000 | 22,500 |
| Treasurer fees | - | 560 | 560 | 560 | 798 | 2,004 | 3,452 |
| Contingency | | 58,855 | - | | 23,683 | | 24,000 |
| Emergency reserve | - | 917 | - | - | 984 | 5,604 | |
| Total expenditures | - | 90,332 | 2,819 | 23,560 | 57,465 | 192,418 | 354,732 |
| Ending fund balance | \$ - | \$ - | \$ 36,748 | \$ 17,084 | \$ 17,084 | \$ 5,508 | \$ 1,684 |
| Assessed valuation | | \$ 352,299 | \$ - | | \$ 754,730 | \$ 1,895,400 | \$ 4,109,400 |
| Mill Levy | | 106.000 | - | | 70.500 | 70.500 | 56.000 |
| Market per unit | | 325,000 | | Market per unit | 325,000 | 375,000 | |
| No. of Units | | 81 | | No. of Units | 81 | 82 | 163 |
| Total Market | | 26,325,000 | | Total Market | 26,325,000 | 30,750,000 | 57,075,000 |
| Total Assessed | | 1,895,400 | | Total Assessed | 1,895,400 | 2,214,000 | 4,109,400 |

Indy Oak Tod Metropolitan District
Proposed Budget
Capital Projects Fund
For the Year ended December 31, 2019

| | Actual <u>2017</u> | Adopted Budget <u>2018</u> | Actual <u>08/31/18</u> | Estimate <u>2018</u> | Proposed Budget <u>2019</u> |
|-------------------------------------|-----------------------|----------------------------------|---------------------------|-------------------------|-----------------------------------|
| Beginning fund balance | \$ - | \$ - | \$ - | \$ - | \$ - |
| Revenues: | | | | | |
| Bond issue | - | - | - | - | - |
| Developer advances | - | - | - | - | - |
| Interest income | - | - | - | - | - |
| Bond proceeds | - | - | - | - | - |
| Developer contributions | - | - | - | - | - |
| Total revenues | - | - | - | - | - |
| Total funds available | - | - | - | - | - |
| Expenditures: | | | | | |
| Interest expense | - | - | - | - | - |
| Organization costs | - | - | - | - | - |
| Accounting | - | - | - | - | - |
| Legal | - | - | - | - | - |
| Capital expenditures | - | - | - | - | - |
| Repay developer advances | - | - | - | - | - |
| Repay developer advances - interest | - | - | - | - | - |
| Transfer to Debt Service | - | - | - | - | - |
| Total expenditures | - | - | - | - | - |
| Ending fund balance | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |

Indy Oak Tod Metropolitan District
Proposed Budget
Debt Service Fund
For the Year ended December 31, 2019

| | Actual <u>2017</u> | Adopted Budget <u>2018</u> | Actual <u>08/31/18</u> | Estimate <u>2018</u> | Proposed Budget <u>2019</u> |
|-----------------------------|-----------------------|----------------------------------|---------------------------|-------------------------|-----------------------------------|
| Beginning fund balance | \$ - | \$ - | \$ - | \$ - | \$ - |
| Revenues: | | | | | |
| Property taxes | - | - | - | - | 26,793 |
| Specific ownership taxes | - | - | - | - | 2,143 |
| Interest income | - | - | - | - | - |
| Total revenues | - | - | - | - | 28,936 |
| Total funds available | - | - | - | - | 28,936 |
| Expenditures: | | | | | |
| Bond interest expense | - | - | - | - | - |
| Bond principal | - | - | - | - | - |
| Treasurer's fees | - | - | - | - | 402 |
| Trustee / paying agent fees | - | - | - | - | - |
| Total expenditures | - | - | - | - | 402 |
| Ending fund balance | \$ - | \$ - | \$ - | \$ - | \$ 28,534 |
| Assessed valuation | | \$ 352,299 | | | \$ 754,730 |
| Mill Levy | | - | | | 35.500 |
| Total Mill Levy | | 106.000 | | | 106.000 |

RESOLUTION NO. 2018 - 10 - ____

A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE INDY OAK TODMETROPOLITAN DISTRICT
TO ADOPT THE 2019 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Indy Oak TOD Metropolitan District ("District") has appointed the District Accountant to prepare and submit a proposed 2019 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2018, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on October 30, 2018, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any inter-fund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Indy Oak TOD Metropolitan District:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Indy Oak TOD Metropolitan District for the 2019 fiscal year.

2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 30th day of October, 2018.

Secretary

(SEAL)

EXHIBIT A
(Budget)

I, _____, hereby certify that I am the duly appointed Secretary of the Indy Oak TOD Metropolitan District, and that the foregoing is a true and correct copy of the budget for the budget year 2019, duly adopted at a meeting of the Board of Directors of the Sheridan Station West Metropolitan District held on October 30, 2018.

By: _____
Secretary

RESOLUTION NO. 2018 - 10 - ____

A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE INDY OAK TOD METROPOLITAN DISTRICT
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Indy Oak TOD Metropolitan District (“District”) has adopted the 2019 annual budget in accordance with the Local Government Budget Law on October 30, 2018; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2019 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Indy Oak TOD Metropolitan District:

1. That for the purposes of meeting all general fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of Jefferson County, Colorado, the mill levies for the District as set forth in the District’s Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 30th day of October, 2018.

Secretary

(SEAL)

EXHIBIT A
(Certification of Tax Levies)

PETITION FOR INCLUSION

In accordance with Section 32-1-401(1)(a), C.R.S., the undersigned, **CENTURY AT PEARSON GROVE, LLC**, a Colorado limited liability company (the “**Petitioner**”), does hereby respectfully petition the **INDY OAK TOD METROPOLITAN DISTRICT** (the “**District**”), acting by and through its Board of Directors (the “**Board**”), for the inclusion of certain real property into the boundaries of the District, subject to the conditions described herein (the “**Inclusion**”).

The Petitioner represents to the District as follows:

1. The land to be included consists of approximately 4.47 acres, situate in the County of Jefferson, State of Colorado, and is legally described on **Exhibit A** attached hereto and incorporated herein by this reference (the “**Property**”).
2. The Petitioner is the fee owner of one hundred percent (100%) of the Property and no other person(s), entity or entities own(s) an interest in the Property except as beneficial holder(s) of encumbrances.
3. The Petitioner hereby assents to the inclusion of the Property into the boundaries of the District and to the entry of an Order in the Jefferson County District Court, including the Property into the boundaries of the District (the “**Order for Inclusion**”). The Petitioner acknowledges that from and after the entry of the Order for Inclusion, the Property shall be liable for taxes, assessments, or other obligations of the District, including its proportionate share of existing bonded indebtedness of the District, subject to the conditions and limitations set forth herein.
4. The Petitioner acknowledges that the District is not required to enlarge or extend its facilities beyond those currently existing and all such enlargements or extensions are undertaken in the exercise of discretion as a governmental function in the interest of public health, safety and welfare.
5. The Petitioner acknowledges that acceptance of this petition by the District does not constitute any assurance from the District that the Property can be served by the District and acknowledges that there shall be no withdrawal of this Petition from consideration by the Board after publication of notice of the hearing therefore, without the Board’s consent.
6. The Petitioner agrees that the Board may, in its sole and absolute discretion, require the Petitioner to enter into an Inclusion Agreement prior to Inclusion of the Property into the District.
7. The Petitioner agrees that it will pay, or cause to be paid, the costs incurred by the District for the Inclusion if this Petition is accepted, including the costs of publication of appropriate legal notices and legal fees and costs incurred by the District in connection with the Inclusion of the Property.

The Petitioner hereby requests that the Board approve the Inclusion of the Property into the boundaries of the District, and that the District file a motion for an order to be entered in the District Court, County of Jefferson, State of Colorado, including the Property into the boundaries of the District such that, as of the effective date of the Order for Inclusion, the Property shall be subject to all of the taxes and charges imposed by the District, and the Property shall be liable for its proportionate share of existing bonded indebtedness of the District.

Signed October 16, 2018.

PETITIONER:

CENTURY AT PEARSON GROVE, LLC,
a Colorado limited liability company

By: Liesel Cooper
Its: Vice President

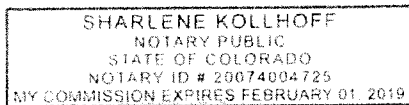
Address of Petitioner:
8390 E. Crescent Parkway, Suite 650
Greenwood Village, CO 80111

STATE OF COLORADO)
COUNTY OF ARAPAHOE) ss.

The foregoing instrument was acknowledged before me this 16th day of October, 2018,
by LIESEL COOPER as VICE PRESIDENT of Century at Pearson Grove, LLC.

Witness my hand and official seal.

My commission expires: 02/01/2019



Sharlene Kollhoff
Notary Public

EXHIBIT A

Legal Description of Property

Parcel A:

That part of the Northwest Quarter (NW1/4) of Section 3, township 4 South, Range 69 West, described as follows:

The West Half of the South Half (W1/2 S1/2) of the following described tract;
Beginning at a point on a line drawn at right angles to the North line of the Northwest Quarter (NW1/4) of said Section 3, which point is 687 feet South of a point on said North line of said Northwest Quarter (NW1/4), 1321.9 feet West of the Northeast Quarter of said Northwest Quarter (NW1/4) thence Easterly 662.1 feet to a point 684.2 South of the North line of said Northwest Quarter (NW1/4) thence South 628.4 feet to a point 25 feet North of the center of the railroad right of way; thence Westerly and parallel to said center line of said railroad track 663.5 feet to a point 25 feet North of the center line of said railroad right of way; thence Northerly 625.6 feet to the point of beginning.

LESS AND EXCEPT that portion conveyed to the Regional Transportation District in Warranty Deed recorded March 12, 2010 at Reception No. 2010022354, County of Jefferson, State of Colorado.

TOGETHER WITH THE WEST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

Parcel B:

That part of the East Half Southwest Quarter Northeast Quarter Northwest Quarter (E1/2SW1/4NE1/4NW1/4) of Section 3, Township 4 South, Range 69 West, described as follows:
Beginning at a point 25 feet East of the West line of said E1/2SW1/4NE1/4NW1/4 of Section 3, and 38.5 feet North of the South line of said E1/2SW1/4NE1/4NW1/4, which point is on the East line of Hoyt Street; thence East 141.37 feet; thence North 311.28 feet; thence West 141.2 feet; thence South along the East line of Hoyt Street 310.8 feet to the point of beginning, County of Jefferson, State of Colorado.

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

A TRACT OF LAND DESCRIBED AS FOLLOWS;

COMMENCING AT A POINT ON A LINE DRAWN AT RIGHT ANGLES TO THE NORTH LINE OF THE NORTHWEST 1/4 OF SECTION 3, TOWNSHIP 4 SOUTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN, WHICH POINT IS 687 FEET SOUTH OF A POINT ON SAID NORTH LINE OF SAID QUARTER SECTION, 1321.9 FEET WEST FROM THE NORTHEAST CORNER OF SAID QUARTER SECTION;
THENCE EASTERLY 662.1 FEET TO A POINT 684.2 FEET SOUTH OF THE NORTH LINE OF SAID QUARTER SECTION;
THENCE SOUTH, A DISTANCE OF 211.8 FEET TO A POINT;
THENCE WEST, A DISTANCE OF 165 FEET TO A POINT, WHICH IS THE POINT OF BEGINNING OF THE HEREIN DESCRIBED TRACT;
RUNNING THENCE WEST, A DISTANCE OF 165 FEET TO A POINT;
THENCE SOUTH, A DISTANCE OF 100 FEET TO A POINT;
THENCE EAST, A DISTANCE OF 165 FEET TO A POINT;
THENCE NORTH, A DISTANCE OF 100 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

AND

THAT PART OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 3, TOWNSHIP 4 SOUTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS;
BEGINNING AT A POINT ON THE SOUTH LINE OF WEST 14TH AVENUE, WHICH POINT LIES 647.1 FEET NORTH AND 171.1 FEET WEST OF THE SOUTHEAST CORNER OF THE SW 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 3;
THENCE WEST ALONG THE SOUTH LINE OF SAID WEST 14TH AVENUE, 134.95 FEET TO THE INTERSECTION OF THE SAID SOUTH LINE OF WEST 14TH AVENUE WITH THE EAST LINE OF HOYT STREET;
THENCE SOUTH ALONG THE SAID WEST LINE OF HOYT STREET, 96.2 FEET TO A POINT;
THENCE EAST 135 FEET TO A POINT WHICH LIES 96.5 FEET SOUTH OF THE POINT OF BEGINNING;
THENCE NORTH 96.5 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.
AND

THAT PART OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 3, TOWNSHIP 4 SOUTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,

JEFFERSON COUNTY, COLORADO, WHICH BEGINS AT A POINT WHICH LIES 550.3 FEET NORTH AND 159.8 FEET WEST OF THE SOUTHEAST CORNER OF SAID SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 3;
THENCE WEST AND PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4, A DISTANCE OF 146.3 FEET TO A POINT ON THE EAST LINE OF HOYT STREET;
THENCE SOUTH ALONG THE SAID EAST LINE OF HOYT STREET, 100.00 FEET;
THENCE EAST AND PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4, A DISTANCE OF 146.5 FEET;
THENCE NORTH 100 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

ALL IN COUNTY OF JEFFERSON, STATE OF COLORADO.

RESOLUTION NO. 2018-10-____

RESOLUTION OF THE BOARD OF DIRECTORS OF
INDY OAK TOD METROPOLITAN DISTRICT FOR INCLUSION OF REAL
PROPERTY

A. Century at Pearson Grove, LLC, a Colorado limited liability company, the 100% fee owner of the Property (hereinafter defined) has petitioned the Indy Oak TOD Metropolitan District (the “**District**”) for the inclusion into the District’s boundaries of the real property hereinafter described (“**Property**”).

B. Public Notice has been published in accordance with law, calling for a public hearing on the request for approval of said Petition.

C. The statutory requirements of Section 32-1-401(1)(a), C.R.S., for submission of a petition for inclusion to the Board of Directors of the District (“**Board**”), including a legal description of the Property, a statement that assent to the inclusion of the Property was obtained by the 100% fee owner thereof and acknowledgment in the same manner as required for conveyances of land, were presented to and have been satisfied and approved by the Board.

D. The District may consider the enlargement or extension of its facilities in the exercise of discretion as a governmental function in the interest of public health, safety and welfare.

E. The District is capable of serving the Property with facilities of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE
INDY OAK TOD METROPOLITAN DISTRICT, JEFFERSON COUNTY, COLORADO:

1. That the Board of Directors of the District shall and hereby does order the inclusion of the Property described herein within the boundaries of the District.

2. The name and address of the Petitioner and the legal description of the Property are as follows:

Petitioner: Century at Pearson Grove, LLC, a Colorado
limited liability company

Address of Petitioner: 8390 E. Crescent Parkway, Suite 650
Greenwood Village, CO 80011

Legal Description: Approximately 4.47 acres of land legally
described on **Exhibit A** attached hereto and
incorporated herein.

3. That approval of this inclusion is further subject to the following:

(a) On and after the effective date of this inclusion (which shall be the date of recording of the Court Order approving the inclusion by the Clerk and Recorder of Jefferson County, Colorado, unless otherwise specified in the Court Order), the Property shall be subject to the rules and regulations of the District, and the payment of any and all taxes, fees, rates and charges of the District.

Dated this ____ day of October, 2018.

**INDY OAK TOD METROPOLITAN
DISTRICT**

By: _____
President

Attest:

Secretary

EXHIBIT A

Legal Description

Parcel A:

That part of the Northwest Quarter (NW1/4) of Section 3, township 4 South, Range 69 West, described as follows:

The West Half of the South Half (W1/2 S1/2) of the following described tract;
Beginning at a point on a line drawn at right angles to the North line of the Northwest Quarter (NW1/4) of said Section 3, which point is 687 feet South of a point on said North line of said Northwest Quarter (NW1/4), 1321.9 feet West of the Northeast Quarter of said Northwest Quarter (NW1/4) thence Easterly 662.1 feet to a point 684.2 South of the North line of said Northwest Quarter (NW1/4) thence South 628.4 feet to a point 25 feet North of the center of the railroad right of way; thence Westerly and parallel to said center line of said railroad track 663.5 feet to a point 25 feet North of the center line of said railroad right of way; thence Northerly 625.6 feet to the point of beginning,

LESS AND EXCEPT that portion conveyed to the Regional Transportation District in Warranty Deed recorded March 12, 2010 at Reception No. 2010022354, County of Jefferson, State of Colorado.

TOGETHER WITH THE WEST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

Parcel B:

That part of the East Half Southwest Quarter Northeast Quarter Northwest Quarter (E1/2SW1/4NE1/4NW1/4) of Section 3, Township 4 South, Range 69 West, described as follows:
Beginning at a point 25 feet East of the West line of said E1/2SW1/4NE1/4NW1/4 of Section 3, and 38.5 feet North of the South line of said E1/2SW1/4NE1/4NW1/4, which point is on the East line of Hoyt Street; thence East 141.37 feet; thence North 311.28 feet; thence West 141.2 feet; thence South along the East line of Hoyt Street 310.8 feet to the point of beginning, County of Jefferson, State of Colorado.

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

A TRACT OF LAND DESCRIBED AS FOLLOWS;

COMMENCING AT A POINT ON A LINE DRAWN AT RIGHT ANGLES TO THE NORTH LINE OF THE NORTHWEST 1/4 OF SECTION 3, TOWNSHIP 4 SOUTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN, WHICH POINT IS 687 FEET SOUTH OF A POINT ON SAID NORTH LINE OF SAID QUARTER SECTION, 1321.9 FEET WEST FROM THE NORTHEAST CORNER OF SAID QUARTER SECTION;

THENCE EASTERLY 662.1 FEET TO A POINT 684.2 FEET SOUTH OF THE NORTH LINE OF SAID QUARTER SECTION;

THENCE SOUTH, A DISTANCE OF 211.8 FEET TO A POINT;

THENCE WEST, A DISTANCE OF 165 FEET TO A POINT, WHICH IS THE POINT OF BEGINNING OF THE HEREIN DESCRIBED TRACT;

RUNNING THENCE WEST, A DISTANCE OF 165 FEET TO A POINT;

THENCE SOUTH, A DISTANCE OF 100 FEET TO A POINT;

THENCE EAST, A DISTANCE OF 165 FEET TO A POINT;

THENCE NORTH, A DISTANCE OF 100 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

AND

THAT PART OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 3, TOWNSHIP 4 SOUTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS;

BEGINNING AT A POINT ON THE SOUTH LINE OF WEST 14TH AVENUE, WHICH POINT LIES 647.1 FEET NORTH AND 171.1 FEET WEST OF THE SOUTHEAST CORNER OF THE SW 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 3;

THENCE WEST ALONG THE SOUTH LINE OF SAID WEST 14TH AVENUE, 134.95 FEET TO THE INTERSECTION OF THE SAID SOUTH LINE OF WEST 14TH AVENUE WITH THE EAST LINE OF HOYT STREET;

THENCE SOUTH ALONG THE SAID WEST LINE OF HOYT STREET, 96.2 FEET TO A POINT;

THENCE EAST 135 FEET TO A POINT WHICH LIES 96.5 FEET SOUTH OF THE POINT OF BEGINNING;

THENCE NORTH 96.5 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

AND

THAT PART OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 3, TOWNSHIP 4 SOUTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,

JEFFERSON COUNTY, COLORADO, WHICH BEGINS AT A POINT WHICH LIES 550.3 FEET NORTH AND 159.8 FEET WEST OF THE SOUTHEAST CORNER OF SAID SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 3;
THENCE WEST AND PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4, A DISTANCE OF 146.3 FEET TO A POINT ON THE EAST LINE OF HOYT STREET;
THENCE SOUTH ALONG THE SAID EAST LINE OF HOYT STREET, 100.00 FEET;
THENCE EAST AND PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4, A DISTANCE OF 146.5 FEET;
THENCE NORTH 100 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH THE EAST HALF OF VACATED HOYT STREET ADJACENT THERETO AS VACATED BY ORDINANCE NO. O-2018-1 RECORDED FEBRUARY 26, 2018 AT RECEPTION NO. 2018017167, IN THE OFFICE OF THE CLERK AND RECORDER OF JEFFERSON COUNTY, COLORADO.

ALL IN COUNTY OF JEFFERSON, STATE OF COLORADO.

CERTIFICATION

I hereby certify that the foregoing is a true and correct copy of Resolution No. 2018-10-____, Resolution of the Board of Directors of Indy Oak TOD Metropolitan District, Resolution for Inclusion of Real Property.

INDY OAK TOD METROPOLITAN DISTRICT

Date: _____

By: _____
Secretary