

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
COLORADO CROSSING METROPOLITAN DISTRICT NOS. 1-3  
(THE "DISTRICTS")  
HELD  
MARCH 17, 2022

A special meeting of the Boards of Directors of the Colorado Crossing Metropolitan District Nos. 1-3 (referred to hereafter as the "Boards") was convened on Thursday, March 17, 2022, at 10:00 a.m. The Districts' Boards meeting was held via Microsoft Teams. The meeting was open to the public and accessible through Microsoft Teams.

### ATTENDANCE

Directors In Attendance Were:

Andrew R. Klein, Treasurer  
Patrick Schmitz, Assistant Secretary  
Mark Witkiewicz, Assistant Secretary  
Kevin Smith, Assistant Secretary

Director Absent:

Otis C. Moore, III, President

Also In Attendance Were:

Krista Baptist, Korben Hein, and Gigi Pangindian; CliftonLarsonAllen LLP  
Megan Becher, Esq. and Erica Montague, Esq.; McGeady Becher P.C.

### ADMINISTRATIVE MATTERS

**Call to Order/Disclosure Items/Declaration of Quorum/Meeting Location:**

Director Klein called the meeting to order at 10:03 a.m. A quorum was confirmed.

The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Boards and to the Secretary of State. The members of the Boards 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 Boards' members prior to this meeting in accordance with Statute. It was noted by Attorney Becher that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors.

**Approval of Agenda:** The Boards reviewed the Agenda for the Districts' regular meeting. Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved the agenda as presented, and excused the absence of Director Moore.

**Public Comments:** None.

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**Minutes from the February 17, 2022 Regular Board Meeting:** Following review, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved the February 17, 2022 regular meeting minutes.

### FINANCIAL MATTERS

**Schedules of Cash Position:** Ms. Pangindian reviewed the schedules of cash position with the Boards of District Nos. 1 and 2. Following review, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the District No. 1 and No. 2 Boards accepted the schedules of cash position, as presented.

### **Acceptance of and Reimbursement for Verified District eligible costs:**

**Acceptance of Engineer's Report and Certification #16, dated March 17, 2022, prepared by Ranger Engineering, LLC ("Ranger") in the amount of \$78,336.14:** Following review, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards accepted the Engineer's Report and Certification #16 prepared by Ranger, in the amount of \$78,336.14.

**Reimbursement to Interquest Westside LLC under Facilities Funding and Acquisition Agreement, as amended, in the amount of costs verified by Ranger:** Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards authorized reimbursement to Interquest Westside LLC under the Facilities Funding and Acquisition Agreement, as amended, in the amount of costs verified by Ranger.

**Payments to vendors in the amounts as verified and described in the Engineer's Report and Certification prepared by Ranger:** Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards authorized payments to vendors in the amounts as verified and described in the Engineer's Report and Certification #16 prepared by Ranger.

**Requisition of funds pursuant to the 2020A-2 Bonds and 2020B-2 Bonds, and authorize necessary actions in conjunction therewith. [District No. 2]:** The District No. 2 Board discussed the Requisition of funds for the payment of vendors and reimbursement to Interquest Westside LLC, as authorized above, pursuant to the 2020A-2 Bonds and 2020B-2 Bonds. Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the District No. 2 Board authorized and approved the Requisition of funds pursuant to the 2020A-2 Bonds and 2020B-2 Bonds and authorized necessary actions in conjunction therewith.

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LEGAL  
MATTERS

**Status of any necessary inclusions into District No. 1:** Attorney Becher discussed any potential inclusions of property into District No. 1. No action taken.

**Fourth Amendment to Consolidated Service Plan for the Districts:** Attorney Becher discussed the status of the Fourth Amendment to Consolidated Service Plan with the Boards and noted she is awaiting confirmation from the City Council of Colorado Springs of the date of the public hearing on approval.

**Establishment of Special Improvement Districts (“SIDs”):** Attorney Becher discussed the status of the establishment of the SIDs. No action taken.

**District No. 1- Construction Contribution Agreement by and among Interquest Westside, LLC, Columbia Victory, LLC and TMS Construction, Inc.:** Following review, upon a motion duly made by Director Klein, seconded by Director Smith and, upon vote, unanimously carried, the District No. 1 Board approved the Construction Contribution Agreement by and among Interquest Westside LLC, Columbia Victory, LLC and TMS Construction, Inc.

**District No. 2- Engagement Agreement with National Valuation Consultants, Inc. for Appraisal Services and authorize payment of retainer for said services:** Following review, upon a motion duly made by Director Klein, seconded by Director Smith and, upon vote, unanimously carried, the District No. 2 Board approved the Engagement Agreement with National Valuation Consultants, Inc. for Appraisal Services and authorized payment of the retainer for said services, contingent upon confirming a funding source.

**Other:** None.

MANAGER  
MATTERS

**Other:** Ms. Baptist discussed with the Boards security issues and elevated vandalism in the parking garage. The Boards authorized staff to obtain proposals for security cameras for consideration at the April meeting.

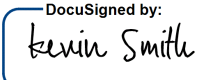
OTHER BUSINESS

**Other:** None.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned.

Respectfully submitted,

By    
 DocuSigned by:  
Kevin Smith  
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Secretary for the Meeting