

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
COLORADO CROSSING METROPOLITAN DISTRICT NOS. 1-3
(THE "DISTRICTS")
HELD
SEPTEMBER 23, 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 Friday, September 23, 2022, at 1:00 p.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:

Otis C. Moore, III, President
Andrew R. Klein, Treasurer
Megan Waldschmidt, Assistant Secretary

Director Paige Langley was absent and excused.

Also In Attendance Were:

Josh Miller, Korben Heim, and Nancy Bach; CliftonLarsonAllen LLP ("CLA")
Erica Montague, Esq.; McGeady Becher P.C.
Mike Sandene; Westside Investments Partners, Inc.

ADMINISTRATIVE MATTERS

Quorum/Call to Order/Disclosures of Potential Conflicts of Interest: Director Moore called the meeting to order at 1:00 p.m. and confirmed a quorum.

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 Montague that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Agenda, Location of Meeting and Meeting Notices: The Boards reviewed the agenda for the meeting. Following discussion, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards approved the agenda as presented. The Boards discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards meeting. The Boards noted that notice of this meeting and conference call information was duly posted, and the Boards had not received any objections to the location or to the video/telephonic format or any requests that the

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meeting be changed by taxpaying electors within the Districts' boundaries.

Public Comment: None.

Resignation of Kevin Smith effective August 13, 2022: The Board acknowledged the resignation of Kevin Smith effective August 13, 2022.

Vacancy on the Boards and consider the appointment of Eligible Elector of the Districts, to the Board of Directors (Notice of Vacancy published August 24, 2022. Administer Oaths of Directors: The Boards discussed the vacancy on the Boards. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Boards was published in a newspaper having general circulation in the Districts and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector of the Districts, Mike Sandene, was nominated to serve on the Boards. Following discussion, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards appointed Mike Sandene to fill the vacancy on each the Boards. Director Sandene was assigned to the Assistant Secretary position.

Regular Meeting Minutes from August 18, 2022: Following review and discussion, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards approved the regular meeting minutes from August 18, 2022, as presented.

FINANCIAL MATTERS

Schedules of Cash Position: Ms. Bach reviewed the Schedules of Cash Position with the District No. 1 and District No. 2 Boards. Following review, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the District No. 1 and District No. 2 Boards approved the Schedules of Cash Position.

Previous and Current Claims: Ms. Bach reviewed the previous and current claims with the District No. 1 Board. Following review, upon a motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the District No. 1 Board ratified and approved the previous and current claims, as presented.

Public Hearings on 2021 Budget Amendments and adoption of Resolutions Amending the 2021 Budgets: Director Moore opened the public hearings to consider amendments to the 2021 Budgets.

It was noted that publication of Notice stating that the Boards would consider amendments of the 2021 Budgets and the date, time and place of the public hearings

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was made in a newspaper having general circulation within the Districts. No written objections were received prior to the public hearings.

No public comments were received, and the public hearings were closed.

Ms. Bach reviewed the 2021 budget amendments with the Boards. Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards adopted Resolutions Amending the 2021 Budgets.

2021 Audits and execution of the Representations Letters: Ms. Bach reviewed the 2021 Audits and Representations Letters with the Boards. Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards approved the 2021 Audits and authorized the execution of the Representations Letters subject to a clean opinion and legal review.

Verified District Eligible Costs: Ms. Bach reviewed the verified District eligible costs with the Boards.

Engineer's Report and Certification #22, dated September 20, 2022, prepared by Ranger Engineering, LLC ("Ranger"), in the amount of \$551,821.44: Following review, upon a motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Boards accepted the Engineer's Report and Certification #22, dated September 20, 2022, prepared by Ranger, in the amount of \$551,821.44 in Project Management Fees.

Engineer's Report and Certification #23, dated September 20, 2022, prepared by Ranger, in the amount of \$47,082.50: Following review, upon a motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Boards accepted the Engineer's Report and Certification #23, dated September 20, 2022, prepared by Ranger, in the amount of \$47,082.50.

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 Klein, seconded by Director Moore 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 in Engineer's Report and Certification #23.

Payments to Vendors in the amounts as Verified and Described in the Engineer's Report and Certifications Prepared by Ranger: Following discussion, upon a motion duly made by Director Klein, seconded by

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Director Moore 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 #23 prepared by Ranger. The Board deferred payment to Westside Property Investment Company, Inc. in the amount as verified and described in the Engineer’s Report and Certification #22.

Requisition of Funds Pursuant to the 2020A-2 Bonds and 2020B-2 Bonds: The District No. 2 Board discussed the requisition of funds pursuant to the Engineer’s Report and Certification #23, dated September 20, 2022, in the amount of \$47,082.50. Following discussion, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the District No. 2 Board authorized and approved the requisition of funds pursuant to the Engineer’s Report and Certification #23, dated September 20, 2022 in the amount of \$47,082.50 pursuant to the 2020A-2 Bonds and 2020B-2 Bonds and authorized necessary actions in conjunction therewith.

Other: None.

LEGAL MATTERS

Other: None.

MANAGER MATTERS

2022/2023 Snow Removal Services: 2022/2023 snow removal services were discussed. No action taken.

2023 Landscape Maintenance Services: 2023 landscape maintenance services were discussed. No action taken.

2023 Security Services: 2023 security services were discussed. No action taken.

Other: None.

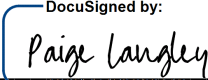
OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Boards adjourned the meeting.

Respectfully submitted,

By  Secretary for the Meeting
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