

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
COLORADO CROSSING METROPOLITAN DISTRICT NOS. 1-3
(THE "DISTRICTS")
HELD
DECEMBER 7, 2020

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 Monday, December 7, 2020, at 9:00 a.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, these Districts' Boards' meeting was held via Microsoft Teams. There was one person present at the physical location at the offices of CliftonLarsonAllen LLP, 111 South Tejon Street, Suite 705, Colorado Springs, Colorado. The meeting was open to the public and accessible through Microsoft Teams.

ATTENDANCE

Directors In Attendance Were:

Kevin Smith, Assistant Secretary
Patrick Schmitz, Assistant Secretary
Mark Witkiewicz, Assistant Secretary

Directors Absent and Excused Were:

Otis C. Moore, III, President
Andrew R. Klein, Treasurer

Also, In Attendance Were:

Josh Miller, Chelsea Gondeck, & Gigi Pangindian; CliftonLarsonAllen LLP
Megan Becher, Chris Brummitt and Erica Montague; McGeady Becher P.C.
Anne Bensard & Kristin Caid, Kutak Rock LLP
David Greher; Collins Cockrel & Cole, PC
Shelby Turner; Piper Sandler & Co.

ADMINISTRATIVE MATTERS

Call to Order. Disclosures of Potential Conflicts of Interest: The meeting was called to Order. The Boards 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 Becher requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Becher 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 Boards' Members prior to this meeting and in accordance with the statutes.

Quorum, Meeting Location and Posting of Meeting Notices: A quorum was confirmed, and the Boards entered into discussion regarding the requirements of

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Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards' meeting. Following discussion, the Boards determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via conference/video call and encouraged public participation via telephone. There was one person present at the physical location as posted. Mr. Miller noted that notice of this meeting and conference/video access was duly posted and that the Boards had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the Districts' boundaries.

Agenda:

The Board reviewed the Agenda for the Districts' special meeting. Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Boards approved the agenda as presented, and excused the absences of Director Moore and Klein.

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards appointed Director Smith as the Acting President for the meeting.

Community Comments:

None.

Minutes from the August 21, 2020 and November 30, 2020 Special Meetings:

Following review, upon a motion duly made by Director Witkiewicz, seconded by Director Smith and, upon vote, unanimously carried, the Boards approved the August 21, 2020 and November 30, 2020 Special Meeting minutes.

Districts' Insurance & Special District Association ("SDA") Renewal:

The Boards discussed renewal of insurance coverage and SDA memberships for 2021. Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved the renewal of the insurance and SDA memberships for 2021.

Resolution Nos. 2020-12-01 Establishing Regular Meeting Dates, Time, and Location, and Designating the Location for Posting the 24-Hour Meeting Notice:

The Boards discussed the business to be conducted in 2021 and determined to schedule regular meetings as needed. Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, each Board adopted Resolution No. 2020-12-01.

FINANCIAL MATTERS

Prior Claims [District No. 1]:

Ms. Pangindian reviewed the prior claims with the District No. 1 Board for the period of August 2020 through November 30, 2020 in the amount of \$193,568.07.

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Upon a motion duly made by Director Witkiewicz, seconded by Director Smith and, upon vote, unanimously carried, the District No. 1 Board ratified approval of the prior claims as presented.

Engagement of BiggsKofford P.C. for 2020 Audit Services:

It was noted that each District would need to perform an Audit for fiscal year 2002. Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved the engagement of BiggsKofford P.C. to perform the 2020 Audits.

Corrected May 30, 2018 Meeting Minutes [District No. 1]:

It was noted that District No. 1's May 30, 2018 Meeting Minutes were corrected to reflect the actual cost of the parking garage improvement in the amount of \$12,909,370.45. Upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the District No. 1 Board ratified approval of the Corrected May 30, 2018 Meeting Minutes.

Engineer's Report and Certification prepared by Tamarack Consulting LLC:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Boards ratified approval of the Engineer's Report and Certification prepared by Tamarack Consulting LLC regarding traffic signal improvements and acceptance of reimbursable costs in the amount of \$159,280.

Acceptance of and Reimbursement for Verified District eligible costs:

Cost Verification Report from Ranger Engineering:

This item is in process and action was deferred.

Reimbursement to Interquest Westside LLC under Facilities Funding and Acquisition Agreement, as amended, in amount of costs verified by Ranger Engineering, LLC. [District No. 1]:

This item is in process and action was deferred.

Requisition of funds pursuant to 2020A-2 Bonds, and 2020B-2 Bonds [District No. 1]:

The District No. 1 Board discussed the requisition of funds pursuant to the 2020A-2 Bonds, and 2020B-2 Bonds. Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the District No. 1 Board authorized and approved the requisition of funds pursuant to the 2020A-2 Bonds, and 2020B-2 Bonds contingent upon closing of the Bonds.

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Preparation of the 2021 Budgets:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Boards ratified the appointment of the Districts' Accountant to prepare the Districts' 2021 budgets.

District No. 1 Public Hearing on 2020 Budget Amendment:

Upon a motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board opened the public hearing to consider amending the 2020 budget.

It was noted that a Notice stating that the Board would consider amending the 2020 budget, together with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and upon a motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Pangindian reviewed the proposed 2020 budget amendment with the Board.

Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the District No. 1 Board adopted Resolution No. 2020-12-02 Amending the 2020 Budget.

District No. 2 Public Hearing on 2020 Budget Amendment:

Upon a motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board opened the public hearing to consider amending the 2020 budget.

It was noted that a Notice stating that the Board would consider amending the 2020 budget, together with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and upon a motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Pangindian reviewed the proposed 2020 budget amendment with the Board.

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Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the District No. 2 Board adopted Resolution No. 2020-12-02 Amending the 2020 Budget.

District No. 3 Public Hearing on 2020 Budget Amendment:

Upon a motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board opened the public hearing to consider amending the 2020 budget.

It was noted that a Notice stating that the Board would consider amending the 2020 budget, together with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and upon a motion duly made by Director Witkiewicz, seconded by Director Schmitz and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Pangindian reviewed the proposed 2020 budget amendment with the Board.

Following discussion, upon a motion duly made by Director Smith, seconded by Director Witkiewicz and, upon vote, unanimously carried, the District No. 3 Board adopted Resolution No. 2020-12-02 Amending the 2020 Budget.

District No. 1 Public Hearing on 2021 Budget:

Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board opened the public hearing to consider adopting the 2021 budget.

It was noted that a Notice stating that the Board would consider adoption of the 2021 Budget, along with the date, time and format of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Pangindian reviewed the proposed 2021 Budget with the Board.

Following discussion, the Board considered the adoption of Resolution No. 2020-12-03 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-12-04 to Set Mill Levies (a General Fund Mill Levy of 9.838 mills and

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a Debt Service Mill Levy of 19.513 mills). Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, Resolution Nos. 2020-12-03 and 2020-12-04 were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2020. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of El Paso County no later than December 15, 2020. The District Accountant was also authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2021.

District No. 2 Public Hearing on 2021 Budget:

Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board opened the public hearing to consider adopting the 2021 budget.

It was noted that a Notice stating that the Board would consider adoption of the 2021 Budget, along with the date, time and format of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Pangindian reviewed the proposed 2021 Budget with the Board.

Following discussion, the Board considered the adoption of Resolution No. 2020-12-03 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-12-04 to Set Mill Levies (a General Fund Mill Levy of 10.162 mills and Debt Service Mill Levies of 30.487 mills (non-excluded property), and 23.500 mills (excluded property)). Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, Resolution Nos. 2020-12-03 and 2020-12-04 were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2020. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of El Paso County no later than December 15, 2020. The District Accountant was also authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2021.

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District No. 3 Public Hearing on 2021 Budget:

Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board opened the public hearing to consider adopting the 2021 budget.

It was noted that a Notice stating that the Board would consider adoption of the 2021 Budget, along with the date, time and format of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board closed the public hearing.

Ms. Pangindian reviewed the proposed 2021 Budget with the Board.

Following discussion, the Board considered the adoption of Resolution No. 2020-12-03 to Adopt the 2021 Budget and Appropriate Sums of Money and Resolution No. 2020-12-04 to Set Mill Levies (a General Fund Mill Levy of 20.000 mills and Debt Service Mill Levies of 50.000 mills (non-excluded property), and 23.500 mills (excluded property)). Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, Resolution Nos. 2020-12-03 and 2020-12-04 were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2020. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of El Paso County no later than December 15, 2020. The District Accountant was also authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2021.

DLG-70 Certifications of Tax Levies forms:

Following discussion, upon a motion duly made by Director Schmitz, seconded by Director Smith and, upon vote, unanimously carried, the Boards authorized the District Accountant to prepare and sign the DLG-70 Certifications of Tax Levies forms for Certification to the Board of County Commissioners and Other Interested Parties.

Resolution No. 2020-12-05, Resolution Authorizing Adjustment of District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3 [District No. 2]:

Following discussion, upon a motion duly made by Director Schmitz, seconded by Director Smith and, upon vote, unanimously carried, the District No. 2 Board adopted Resolution No. 2020-12-05, Resolution Authorizing Adjustment of

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District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3.

Preparation of 2022 Budgets:

Following discussion, upon a motion duly made by Director Schmitz, seconded by Director Smith and, upon vote, unanimously carried, the Boards appointed the District Accountant to prepare the 2022 budgets, and directed the 2022 draft budgets be in the same format as the 2021 adopted budgets unless a Board member provides input to otherwise adjust those assumptions.

LEGAL
MATTERS

Third Amendment to Consolidated Service Plan for Colorado Crossing Metropolitan District Nos. 1, 2, and 3 and Bond Finance Plan:

Attorney Becher updated the Boards on the Third Amendment to Consolidated Service Plan for the Districts. Following discussion, the Boards acknowledged approval by the City Council of the City of Colorado Springs on November 10, 2020 of the Third Amendment to Consolidated Service Plan for the Districts and the Bond Finance Plan.

First Amendment to Facilities Funding and Acquisition Agreement between Colorado Crossing Metropolitan District No. 1 and Interquest Westside LLC [District No. 1]:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the District No. 1 Board approved the First Amendment to the Facilities Funding and Acquisition Agreement between District No. 1 and Interquest Westside LLC.

Fourth Amendment to Operation Funding Agreement between Colorado Crossing Metropolitan District No. 1 and Interquest Westside LLC [District No. 1]:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the District No. 1 Board approved the Fourth Amendment to the Operation Funding Agreement between District No. 1 and Interquest Westside LLC.

Consents to Amendments to PIF Covenants and Notice of Exclusion:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved the Consents to Amendments to PIF Covenants and Notice of Exclusion and authorized any necessary actions in conjunction therewith.

Revocable License Agreement (Parking Garage) between Colorado Crossing Metropolitan District No. 1 and In-n-Out Burgers [District No. 1]:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the District No. 1 Board

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ratified approval of the Revocable License Agreement (Parking Garage) between District No. 1 and In-n-Out Burgers.

Engagement of Kutak Rock LLP as Bond Counsel:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards ratified the engagement of Kutak Rock LLP as Bond Counsel.

Engagement of North Slope Capital Advisors for Financial Advisory Services [District No. 2]:

Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the District No. 2 Board ratified the engagement of North Slope Capital Advisors for Financial Advisory Services.

Colorado Crossing Metropolitan District No. 2's ("District No. 2") Limited Tax General Obligation Refunding Bonds Series 2020A-1, Limited Tax General Obligations Bonds Series 2020A-2, and Subordinate Limited Tax General Obligation Bonds Series 2020B-2 in the collective aggregate maximum principal amount of \$69,000,000 by the City Council of the City of Colorado Springs on November 10, 2020:

Following discussion, the District No. 2 Board acknowledged approval of the District No. 2's Limited Tax General Obligation Refunding Bonds Series 2020A-1, Limited Tax General Obligations Bonds Series 2020A-2, and Subordinate Limited Tax General Obligation Bonds Series 2020B-2 in the collective aggregate maximum principal amount of \$69,000,000 by the City Council of the City of Colorado Springs on November 10, 2020.

Resolution Authorizing the Issuance of District No. 2's Limited Tax General Obligation Refunding Bonds, Series 2020A-1, Limited Tax General Obligations Bonds, Series 2020A-2, and Subordinate Limited Tax General Obligation Bonds, Series 2020B-2:

Attorneys Bensard and Caid reviewed the Resolution with the District No. 2 Board. Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Smith and, upon vote, unanimously carried, the District No. 2 Board adopted a Resolution Authorizing the Issuance of its Limited Tax General Obligation Refunding Bonds, Series 2020A-1, Limited Tax General Obligations Bonds, Series 2020A-2, and Subordinate Limited Tax General Obligation Bonds, Series 2020B-2 in the collective aggregate maximum principal amount of \$69,000,000 and in connection therewith the refunding in full of District No. 2's previously issued Limited Property Tax Supported Revenue Bonds, Series 2017, authorized approval of the Preliminary Limited Offering Memorandum ("PLOM") and provided direction to take the necessary steps to finalize the PLOM and delegated approval of the Limited Offering Memorandum to an authorized representative of District No. 2, authorized the execution of

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indentures of trust, a bond purchase agreement, capital pledge agreements and such other documents, certificates, and instruments as may be necessary or required to effect the transactions contemplated thereunder; ratified and confirmed the execution of certain other documents, made determinations and findings as to matters related to the transactions contemplated under the indentures of trust; authorized incidental actions; and repealed prior inconsistent actions.

Further, and upon a motion duly made by Director Witkiewicz, seconded by Director Smith and, upon vote, unanimously carried, the District No. 2 Board appointed Director Moore as the Sale Delegate with Director Schmitz as the alternate and Director Moore as the District Representative.

Resolution Authorizing the Capital Pledge Agreements [District No. 1]:

Attorneys Bensard and Caid reviewed the Resolution with the District No. 1 Board. Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Smith and, upon vote, unanimously carried, the Board adopted a Resolution Authorizing the Capital Pledge Agreement (A-1) between Colorado Crossing Metropolitan District Nos. 1, 2, 3 and UMB Bank, N.A., relating to the issuance by District No. 2 of its Limited Tax General Obligation Refunding Bonds, Series 2020A-1, and the Capital Pledge Agreement (A-2/B-2) between Colorado Crossing Metropolitan District Nos. 1, 2, 3 and UMB Bank, N.A., relating to the issuance by District No. 2 of its Limited Tax General Obligations Bonds, Series 2020A-2, and Subordinate Limited Tax General Obligation Bonds, Series 2020B-2, in the collective aggregate maximum principal amount of \$69,000,000 and in connection therewith the refunding in full of District No. 2's previously issued Limited Property Tax Supported Revenue Bonds, Series 2017, and authorized such other documents, certificates and instruments as may be necessary or required to effect the transactions contemplated thereunder; ratified and confirmed the execution of certain other documents; made determinations and findings as to matters related to the transactions contemplated under the capital pledge agreements; authorized incidental actions; and repealed prior inconsistent actions.

Resolution Authorizing the Capital Pledge Agreements [District No. 3]:

Attorneys Bensard and Caid reviewed the Resolution with the District No. 3 Board. Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Smith and, upon vote, unanimously carried, the Board adopted a Resolution Authorizing the Capital Pledge Agreement (A-1) between Colorado Crossing Metropolitan District Nos. 1, 2, 3 and UMB Bank, N.A., relating to the issuance by District No. 2 of its Limited Tax General Obligation Refunding Bonds, Series 2020A-1, and the Capital Pledge Agreement (A-2/B-2) between Colorado Crossing Metropolitan District Nos. 1, 2, 3 and UMB Bank, N.A., relating to the issuance by District No. 2 of its Limited Tax General Obligations Bonds, Series 2020A-2, and Subordinate Limited Tax General

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Obligation Bonds, Series 2020B-2 in the collective aggregate maximum principal amount of \$69,000,000 and in connection therewith the refunding in full of District No. 2's previously issued Limited Property Tax Supported Revenue Bonds, Series 2017, and authorized such other documents, certificates and instruments as may be necessary or required to effect the transactions contemplated thereunder; ratified and confirmed the execution of certain other documents; made determinations and findings as to matters related to the transactions contemplated under the capital pledge agreements; authorized incidental actions; and repealed prior inconsistent actions.

MANAGER MATTERS

2021 Services and Engagement of Consultants:

The Boards discussed services needed for fiscal year 2021 and engagement of consultants for said services. Following discussion, upon a motion duly made by Director Schmitz, seconded by Director Smith and, upon vote, unanimously carried, the Boards authorized service agreements as identified in the 2021 budget to be brought before the Boards for ratification, and ratified approval of the Service Agreements with Ranger Engineering, LLC.

Following discussion, upon a motion duly made by Director Schmitz, seconded by Director Smith and, upon vote, unanimously carried, the Board for District No. 1 approved a change order with Robertson's Landscaping adding landscaping areas for maintenance in 2021.

Requirements of Section 32-1-809, C.R. S (District Transparency Notice:

The Boards discussed the requirements under Section 32-1-809, C.R.S., and upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards authorized staff to post the 2021 transparency notices on the SDA and Districts' websites.

Other:

None.

OTHER BUSINESS

None.

ADJOURNMENT

Upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards adjourned the meeting at 10:20 a.m.

Respectfully submitted,

DocuSigned by:
Kevin Smith
By _____
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Secretary for the Meeting

Certificate Of Completion

Envelope Id: EDB5B9FDDA93418AAB7141D49981071D	Status: Completed
Subject: 12-07-20 Minutes (CCMD)	
Client Name: CCMD	
Client Number: 43195	
Source Envelope:	
Document Pages: 11	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelope Stamping: Enabled	Kimbrie Garcia
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Kimbrie.Garcia@claconnect.com
	IP Address: 174.51.146.125

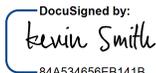
Record Tracking

Status: Original	Holder: Kimbrie Garcia	Location: DocuSign
1/19/2021 10:21:29 AM	Kimbrie.Garcia@claconnect.com	

Signer Events

Kevin Smith
ksmith@westsideinv.com
Assistant Secretary
Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

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Signature Adoption: Pre-selected Style
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Timestamp

Sent: 1/19/2021 10:24:32 AM
Viewed: 1/19/2021 10:34:35 AM
Signed: 1/19/2021 10:34:44 AM

Electronic Record and Signature Disclosure:
Accepted: 1/19/2021 10:34:35 AM
ID: 3b2e8d40-01f4-49cf-930f-5b8a058ab1c0

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

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Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Envelope Sent	Hashed/Encrypted	1/19/2021 10:24:32 AM
Certified Delivered	Security Checked	1/19/2021 10:34:35 AM
Signing Complete	Security Checked	1/19/2021 10:34:44 AM
Completed	Security Checked	1/19/2021 10:34:44 AM

Payment Events

Status

Timestamps

Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

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At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

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