

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF THE
COLORADO CROSSING METROPOLITAN DISTRICT NOS. 1-3
(THE "DISTRICTS")
HELD
FEBRUARY 16, 2023

A regular 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, February 16, 2023, at 10:00 a.m. The Districts' Boards meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Otis C. Moore, III, President
Andrew Klein, Treasurer
Paige Langley, Secretary
Michael Sandene, Assistant Secretary

Also In Attendance Were:

Courtney Hoff and Nancy Bach; CliftonLarsonAllen LLP ("CLA")
Erica Montague, Esq.; McGeady Becher P.C.

ADMINISTRATIVE MATTERS

Quorum, Call to Order, Disclosures of Potential Conflicts of Interest: Upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards called the meeting to order at 10:01 a.m.

Upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards excused the absence of Megan Waldschmidt and Josh Miller.

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 review, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Boards approved the agenda, as presented, and excused the absence of Director Waldschmidt.

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

Appointment of Officers: Attorney Montague reviewed the Officer's positions with the Boards. Discussion ensued. Following review and discussion, upon a motion duly made by Director Moore, seconded by Director Sandene and, upon vote, unanimously carried, the Boards appointed the following slate of officers:

President:	Otis Moore, III
Secretary:	Paige Langley
Treasurer	Andrew Klein
Assistant Secretary:	Megan Waldschmidt
Assistant Secretary:	Michael Sandene
Assistant Secretary:	Josh Miller, CLA

Public Comment: None.

Minutes of the January 19, 2023 Regular Boards Meeting: Following review, upon a motion duly made by Director Moore, seconded by Director Sandene and, upon vote, unanimously carried, the Boards approved the minutes from the January 19, 2023 regular Boards meeting, as presented.

Other: None.

FINANCIAL MATTERS

Schedules of Cash Position: Ms. Bach reviewed the Schedules of Cash Position for District Nos. 1 and 2 with the Boards. Following review, upon a motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the District Nos. 1 and 2 Boards accepted the Schedules of Cash Position, as presented.

Verified District Eligible Costs:

Engineer's Report and Certification #26, Dated February 2023, Prepared by Ranger Engineering, LLC ("Ranger"): Ms. Bach reviewed the Engineer's Report and Certification #26 with the Boards. Following review, upon a motion duly made by Director Moore, seconded by Director Sandene and, upon vote, unanimously carried, the Boards accepted the Engineer's Report and Certification #26 prepared by Ranger.

Reimbursement to Interquest Westside LLC Under Facilities Funding and Acquisition Agreement, as Amended, in the Amount of Costs Verified by Ranger: It was noted that there were no reimbursements to Interquest Westside LLC under Engineer's Report and Certification #26.

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Payments to Vendors in the Amounts as Verified and Described in the Engineer’s Report and Certifications Prepared by Ranger: Ms. Bach reviewed the payments to vendors with the Boards. Following review, upon a motion duly made by Director Moore, seconded by Director Sandene and, upon vote, unanimously carried, the Boards authorized payments to vendors in the amounts described in the Engineer’s Report and Certification #26 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 #26.

District No. 2 – Requisition of Funds Pursuant to the 2020A-2 Bonds, and 2020B-2 Bonds: Ms. Bach reviewed the requisition of funds with the District No. 2 Board. Following review, upon a motion duly made by Director Moore, seconded by Director Sandene 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.

Other: None.

LEGAL MATTERS

Inclusions into District No. 1: Attorney Montague stated there were no inclusions into District No. 1 needed at this time.

Other: None.

MANAGER MATTERS

Other: None.

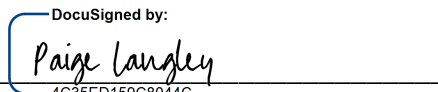
OTHER BUSINESS

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
DocuSigned by:
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