

**MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE
GCC METROPOLITAN DISTRICT NO. 3
HELD
APRIL 20, 2015**

A special meeting of the Board of Directors of the GCC Metropolitan District No. 3 ("Board") was held on Monday, April 20, 2015 at 2:00 p.m. at the offices of McGeady Sisneros, P.C., 450 E. 17th Avenue, Suite 400, Denver, Colorado. This meeting was open to the public.

Attendance In attendance were the following Board Members:

Cameron Bertron
Sarah Laverty
William Lansche
Christopher Miller

Also in attendance were:

Denise Denslow and Shannon Torgerson; CliftonLarsonAllen LLP
Cassia Furman; McGeady Sisneros, P.C.
Alexander Isaac Brown

1. Call to Order/Declaration of Quorum

The meeting was called to order at 2:05 p.m. by Director Laverty. A quorum was declared.

2. Present Disclosures of Potential Conflicts of Interest

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors and 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 Ms. Furman that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors.

3. Approve Agenda and Confirm Location of Meeting

Following discussion, upon a motion duly made by Director Bertron, seconded by Director Laverty and, upon vote unanimously carried, the Board approved the Agenda as presented.

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 Bertron, seconded by Director Laverty and, upon vote unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries, or in the County the District is located, to conduct this meeting, it was determined to conduct the meeting at the above stated date, time and location. Ms. Denslow further reported that notices of the time, date and location of the meeting were duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries have been received.

4. **Public Comment**

There were no public comments.

5. **Acknowledge Resignation of Stuart Miner**

The Board acknowledged the resignation of Stuart Miner from the Board.

6. **Consider Appointment of Qualified Individual, Alexander Isaac Brown, to the Board of Directors to Fill the Vacancy Created by the Resignation of Stuart Miner. Notice of Vacancy was Published on April 9, 2015. Administer Oath of Office**

The Board discussed the vacancy on the Board due to the resignation of Stuart Miner. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District on April 9, 2015. No letters of interest from qualified eligible electors were received with ten (10) days of the date of such publication. As such, qualified individual Alexander Brown states his interest in serving on the Board. Following discussion, upon motion duly made by Director Bertron, seconded by Director Laverty, Alexander Brown was nominated to fill the vacancy on the Board. Upon vote, unanimously carried, the Board appointed Alexander Brown to fill the vacancy on the Board and Ms. Denslow administered the Oath of Office.

7. **Consider Appointment of Officers**

Following discussion, upon motion duly made by Director Miller, seconded by Director Bertron and, upon vote unanimously carried, the officers were appointed as follows:

President: Sarah Laverty
Secretary: Cameron Bertron
Treasurer: William Lansche
Asst. Secretaries: Christopher Miller and Alexander Isaac Brown

8. Consent Agenda

- a. **Review and Consider Approval of January 29, 2015 Organizational Meeting Minutes**
- b. **Ratify Approval of Service Agreement with Tamarack Consulting, LLC for Engineering Services**

Following discussion, upon a motion duly made by Director Lansche, seconded by Director Bertron and, upon vote unanimously carried, the Board approved and/or ratified approval of consent Agenda items a. and b.

9. Items from the Attorney

- a. **Conduct Public Hearing on the Inclusion into the District Property Owned by Globeville I, LLC (approximately 49.58 acres in Adams County) and Consider Adoption of Resolution No. 2015-04-01 for Inclusion of Real Property**

The President opened the public hearing at 2:15 p.m. to consider the Petition received from Globeville I, LLC to include approximately 49.58 acres of real property into the District.

It was noted that publication of Notice stating that the Board would consider approving the inclusion of Globeville I, LLC's property into the District was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No further public comments were received and the public hearing was closed.

The Board considered Resolution No. 2015-04-01 for the Inclusion of Real Property into the District. After discussion, upon a motion duly made by Director Bertron, seconded by Director Laverty and, upon vote unanimously carried, the Board adopted Resolution No. 2015-04-01 for Inclusion of Real Property and execution of the certified Resolution was authorized. District Counsel was authorized to transmit the Petition and certified copy of the Resolution to the Adams County District Court for an Order to include the property into the District.

- b. **Conduct Public Hearing on the Inclusion into the District Property Owned by Globeville I, LLC (approximately 11.55 acres in Denver County) and Consider Adoption of Resolution No. 2015-04-02 for Inclusion of Real Property**

This item was deferred.

- c. **Discuss and Consider Approval of the Conveyance of Certain Property Owned by Globeville I, LLC and BNSF Railway Company to the District and Authorize District President to Execute any and all Documents Necessary for Such Conveyance**

Ms. Furman discussed with the Board the potential conveyance of property owned by Globeville I, LLC to the District. After discussion, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote unanimously carried, the Board approved the conveyance of certain property owned by Globeville I, LLC and BNSF Railway Company to the District and authorized the Board President to execute documents necessary for such conveyance subject to final legal review.

10. Financial Items

- a. **Ratify Approval of Claims**

After discussion, upon motion duly made by Director Bertron, seconded by Director Lansche and, upon vote unanimously carried, the Board ratified approval of claims including a wire transfer in the amount of \$1,809.50 and claims represented by check numbers 1002 through 1005 for a total of \$7,081.58.

- b. **Ratify Authorization of District Accountant to Open a CSAFE Account for the District**

After discussion, upon a motion duly made by Director Laverty, seconded by Director Lansche and, upon vote unanimously carried, the Board ratified authorization for the District Accountant to open a CSAFE account for the District.

11. Items from the Manager

There were no items from the Manager.

12. **Construction/Development**

a. **Report on Status of Development**

Director Bertron reported that over lot grading will be done in the next three weeks.

13. **Board Member Items**

There were no Board Member items.

14. **Adjournment**

Upon a motion duly made by Director Laverty, seconded by Director Miller and, upon vote unanimously carried, the Board adjourned the meeting at 2:33 p.m.

Respectfully submitted,



Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 20, 2015 MINUTES OF THE GCC METROPOLITAN DISTRICT NO. 3 BY THE MEMBERS OF THE BOARD OF DIRECTORS SIGNING BELOW:



Cameron R. Bertron

William Lansche



Sarah Laverty



Christopher Miller

Alexander Isaac Brown