

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
CCP METROPOLITAN DISTRICT NO. 3
HELD
August 16, 2019**

A regular meeting of the Board of Directors of the CCP Metropolitan District No. 3 (“Board”) was held on Friday, August 16, 2019 at 11:30 a.m. at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, Colorado 80203. This meeting was open to the public.

Attendance In attendance were the following Board Members:

Cameron Bertron
Sarah Laverty
Andrew Derickson

Also in attendance were:
Denise Denslow and Dawn Jones; CliftonLarsonAllen LLP
Jon Hoistad, Esq.; McGeady Becher P.C.
Donald Stage, CBRE Group, Inc. – Board Candidate

Call to Order /
Quorum

The meeting was called to order and a quorum was declared present.

Conflict
Disclosures

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 Attorney Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors.

Approval of Agenda,
Location & Postings

Following discussion, upon a motion duly made by Director Derickson, seconded by Director Bertron and, upon vote, unanimously carried, the Board approved the agenda as amended.

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 Derickson and, upon vote unanimously carried, the Board determined that because there was not a suitable or convenient location within the District boundaries to conduct this meeting, it was determined to conduct the meeting at the above stated date, time and location. Ms. Denslow

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 the District boundaries have been received.

Public Comment There were no public comments.

Resignations The Board acknowledged the resignation of Frederick Schultz and Robert Andrews from the Board of Directors effective July 20, 2019 and August 1, 2019, respectively.

Appointments The Board discussed the vacancies on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, qualified individuals, Donald Stage and Judy Duran, were nominated to serve on the Board. Following discussion and, upon motion duly made by Director Laverty, seconded by Director Derickson and upon vote, unanimously carried, the Board appointed Donald State and Judy Duran to fill the two vacancies on the Board. The Oath of Office was to Director Stage.

Appointment of Officers Following discussion, upon motion duly made by Director Bertron, seconded by Director Derickson and, upon vote, unanimously carried, the Board appointed the slate of officers as follows:

President: Sarah Laverty
Secretary: Cameron Bertron
Treasurer: Donald Stage
Asst. Secretaries: Judy Duran and Andrew Derickson

Consent Agenda The Board considered the following items on the Consent Agenda:

- Approval of Minutes from the November 16, 2018 Regular Meeting
- Ratify Gas Easement from District to Public Service Company of Colorado

Following discussion, upon motion duly made by Director Bertron, seconded by Director Derickson and, upon vote unanimously carried, the Board approved and/or ratified approval, as appropriate, the above items on the Consent Agenda.

Financial Items Advance Request Certificate under the Loan Agreement in the amount of \$902,871.00

Ms. Jones reviewed the request with the Board. Following discussion, upon a motion duly made by Director Laverty, seconded by Director Derickson and, upon vote, unanimously carried, the Board ratified approval of the Advance Request Certificate under the Loan Agreement in the amount of \$902,871.00.

Payment of Claims

Ms. Jones reviewed the claims report with the Board. Following discussion, upon a motion duly made by Director Laverty, seconded by Director Derickson and, upon vote, unanimously carried, the Board ratified approval of payment of claims.

Unaudited Financial Statements for the Period Ending June 30, 2019 and Cash Position

Ms. Jones reviewed the unaudited financial statements and cash position report with the Board. Following discussion, upon a motion duly made by Director Bertron, seconded by Director Derickson and, upon vote, unanimously carried, the Board accepted the June 30, 2019 unaudited financial statements and cash position report.

2018 Audit and Execution of Representations Letter

Following discussion, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote, unanimously carried, the Board ratified approval of the 2018 Audit and execution of the Representations Letter.

Appointment of CliftonLarsonAllen LLP to prepare the 2020 Budget and Set Budget Hearing for November 15, 2019

Following discussion, upon a motion duly made by Director Bertron, seconded by Director Derickson and, upon vote, unanimously carried, the Board appointed CliftonLarsonAllen LLP to prepare the 2020 Budget and set the 2020 Budget Hearing for November 15, 2019 at 11:30 a.m. at the offices of McGeady Becher P.C.

Legal Items

New Legislation regarding Posting Meeting Notices

Resolution No. 2019-08-01 Establishing District Website and Designating Location for Posting 24-Hour Notices

First Amendment to Resolution No. 2018-11-04 Establishing Regular Meeting Dates, Time and Location and Designating Locations for Posting 72-Hour and 24-Hour Notices

Attorney Hoistad reviewed with the Board the recent change in legislation that authorizes the posting of meeting notices on the District's website as opposed to posting in three physical locations within the boundaries of the District. Attorney Hoistad noted the statute does require designating one physical location for the posting of notices in the event the District's website is not functioning and posting on the website cannot occur. Following review and discussion, upon a motion duly made by Director Bertron, seconded by Director Derickson and, upon vote, unanimously carried, the Board adopted the First Amendment to Resolution No. 2018-11-04, Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting 72 hour and 24 hour Notices, and adopted Resolution No. 2019-08-01, Resolution of the Board of Directors of the CCP Metropolitan District No. 1 Establishing the District Website and Designating Location for Posting of 24-hour Notices.

Litigation with Lightning Mobile Wash, Inc. d/b/a Lightning Mobile Inc.

Mr. Bertron provided an update to the Board regarding the progress of the litigation.

Proposal from Matrix Design Group for Engineering and Surveying Support Services dated March 1, 2019

Following discussion, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote, unanimously carried, the Board ratified approval of the Proposal from Matrix Design Group for Engineering and Surveying Support Services dated March 1, 2019.

Proposal from Matrix Design Group for Unmanned Aerial Services

Following discussion, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote, unanimously carried, the Board ratified approval of the Proposal from Matrix Design Group for Unmanned Aerial Services.

Proposal from Matrix Design Group for Engineering and Surveying Support Services dated May 27, 2019

Following discussion, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote, unanimously carried, the Board ratified approval of the Proposal from Matrix Design Group for Engineering and Surveying Support Services dated May 27, 2019.

Engagement with Newmark Knight Frank for valuation services

Deferred.

Engagement of Ayuda Companies for services in connection with litigation

Deferred.

Proposal from Matrix Design Group for Rebuttal Reports, etc.

Following discussion, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote, unanimously carried, the Board ratified approval of the proposal from Matrix Design Group for Rebuttal Reports, etc. related to litigation.

Manger Items

None.

Operations and Maintenance Items

Bill of Sale for the Conveyance of Public Improvements to the District

The Board and Attorney Hoistad discussed improvements that the District may be expected to take ownership of by Bill of Sale. No action taken.

Easement Agreement (Monument Sign) from Crossroads Commerce Park Industrial, LLC to the District

Following review, upon a motion duly made by Director Laverty, seconded by Director Bertron and, upon vote, unanimously carried, the Board approved the Easement Agreement (Monument Sign) from Crossroads Commerce Park Industrial, LLC to the District.

Change Order No. 2 under Service Agreement for Contract Oversight between the District and CBRE

Following review, upon a motion duly made by Director Laverty, seconded by Director Derickson and, upon vote, unanimously carried, the Board approved Change Order No. 2 under Service Agreement for Contract Oversight between the District and CBRE to extend Term through December 31, 2019.

District Operations

- a. Parking Policy
- b. Mailbox Maintenance
- c. Maintenance Services needed

The Board deemed these items to be no longer relevant and were not discussed further.

Other Items

None.

Adjournment

There being no further business to come before the Board, upon a motion duly made by Director Lavery, seconded by Director Derickson and, upon vote, unanimously carried, the Board adjourned the meeting.

Respectfully submitted,



Secretary for the Meeting