

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
CCP METROPOLITAN DISTRICT NO. 3
HELD
November 16, 2018**

A regular meeting of the Board of Directors of the CCP Metropolitan District No. 3 ("Board") was held on Friday, November 16, 2018 at 10:30 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
Robert Andrews
Frederick Schultz
Andrew Derickson

Also in attendance were:

Anna Jones and Dawn Jones; CliftonLarsonAllen LLP
Megan Becher, Esq and Jon Hoistad, Esq.; McGeady Becher P.C.

Call to Order /
Quorum

The meeting was called to order at 10:33 a.m. by Director Bertron. A quorum was declared and the Board excused the absence of Director Laverty

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 Becher 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 Bertron, seconded by Director Schultz and, upon vote, unanimously carried, the Board approved 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 Schultz 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. Anna Jones 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.

Public Comment

There were no public comments.

Consent Agenda

The Board considered the following items on the Consent Agenda:

- A. Approval of Minutes from the August 17, 2018 Regular Meeting
- B. Approval of Change Order No. 2 under Service Agreement with Martinson Snow Removal, Inc. dba Martinson Services for extension of term and conversion to fixed rates through May 31, 2019
- C. Approval of Change Order No. 3 under Service Agreement for Architectural Design Consulting Services with M. Arthur Gensler Jr. & Associates to extend term through December 31, 2019
- D. Approval of Change Order No. 1 under Service Agreement for Landscape & Pond Maintenance Services with Consolidated Divisions, Inc. to extend term through December 31, 2019

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

Financial Items

A. Payment of Claims

Ms. Dawn Jones reviewed the claims with the Board. Following discussion, upon motion duly made by Director Bertron, seconded by Director Andrews and, upon vote, unanimously carried the Board ratified approval of the payment of claims.

B. Financial Statements and Cash Position Schedule

Ms. Dawn Jones reviewed the Unaudited Financial Statements for the period ending September 30, 2018 and Cash Position Schedule with the Board. Following discussion, upon a motion duly made by Director Bertron, seconded by Director Andrews and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements and Cash Position Schedule, as presented.

C. Public Hearing on 2018 Budget Amendment

The Board opened the public hearing to consider the 2018 Budget Amendment. It was noted that publication of Notice stating that the Board would consider a 2018 Budget Amendment, and the date, time and location of the public hearing was made in a newspaper having general circulation within the District. No

written objections were received prior to this meeting. There were no public comments and the public hearing was closed.

Following discussion, the Board considered adoption of Resolution No. 2018-11-01 to Amend the 2018 Budget. Upon a motion duly made by Director Bertron, seconded by Director Derickson and, upon vote unanimously carried, the Board adopted Resolution No. 2018-11-01, Resolution to Amend the 2018 Budget and authorized the District Manager to transmit the Resolution Amending the 2018 Budget to the Division of Local Government.

D. Public Hearing on 2019 Budget

The Board opened the public hearing to consider the 2019 Budget. It was noted that publication of Notice stating that the Board would consider a 2019 Budget Amendment, and the date, time and location of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this meeting. There were no public comments and the public hearing was closed.

Ms. Dawn Jones presented the draft 2019 Budget to the Board. Following discussion, the Board considered adoption of Resolution No. 2018-11-02 to adopt the 2019 Budget and Appropriate Sums of Money and Resolution No. 2018-11-03 to Set Mill Levies. Upon a motion duly made by Director Bertron, seconded by Director Andrews and, upon vote unanimously carried, the Board adopted Resolution No. 2018-11-02 and Resolution No. 2018-11-03 as discussed, and authorized execution of the Certification of Budget and Certification of Mill Levies, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2018. The District Accountant was authorized to transmit the Certification of Mill Levies to Denver County no later than December 15, 2018. The District Accountant was further authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2019.

E. Consider Authorizing of District Accountant to Prepare and Sign the DLG -70 Mill Levy Certification form for Certification to the Board of County Commissioners and other Interested Parties

Following discussion, upon a motion duly made by Director Bertron, seconded by Director Schultz and, upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG 70 Mill Levy Certification Form for Certification to the Adams County Assessor and other interested parties.

F. Engagement of Auditor to Perform the 2018 Audit

Following discussion, upon a motion duly made by Director Bertron, seconded by Director Derickson and, upon vote unanimously carried, the Board approved the engagement of Haynie & Company to perform the 2018 audit, if needed.

Manger Items

- A. Discuss Business to be Conducted in 2019 and Review and Consider Adoption of Resolution No. 2018-11-04, Resolution Establishing 2019 Meeting Dates, Time, Location and 24-Hour and 72-Hour Posting Locations

The Board discussed the business to be conducted in 2019. Following discussion, upon a motion duly made by Director Bertron, seconded by Director Derickson and, upon vote unanimously carried, the Board adopted Resolution No. 2018-11-04, Resolution Establishing 2019 Meeting Dates, Time, Location and 24-Hour and 72-Hour Posting Locations and scheduled 2019 Regular meetings for the third Friday each month at 11:30 a.m. at the Offices of McGeady Becher P.C.

- B. Discuss Insurance Renewal for 2019 Coverage and the Need for Additional Coverage for Any District Owned Property; Discuss Walkthrough with T. Charles Wilson and Discuss Renewal of SDA Membership

Following discussion, upon a motion duly made by Director Schultz, seconded by Director Derickson and, upon vote unanimously carried, the Board approved the renewal for 2019 insurance coverage and renewal of membership with the Special District Association (SDA).

- C. Discuss Transparency Notice for 2019 and Mode to Eligible Electors (post on SDA Website)

Following discussion, upon a motion duly made by Director Schultz, seconded by Director Derickson and, upon vote unanimously carried, the Board approved the transparency notice for 2019 posted on the SDA website.

- D. Consider Cancelling the December 21, 2018 Regular Meeting

The Board cancelled the December 21st meeting.

Attorney Items

- A. Discuss Property related Dispute with Lightning Mobile Contracting, LLC [Adjourn into Executive Session, if necessary]

Mr. Bertron discuss and noted that negotiations are ongoing.

- B. Ratify Approval of Letter Agreement between District 3 and Xcel Energy re: North Metro Pipeline Dirt Relocation

Following discussion, upon a motion duly made by Director Schultz, seconded by Director Bertron and, upon vote unanimously carried, the Board ratified approval of Letter Agreement between District 3 and Xcel Energy re: North Metro Pipeline Dirt Relocation.

Operations and
Maintenance Items

- A. Discuss Bill of Sale for the Conveyance of Public Improvements to the District

Deferred.

- B. Review and Consider Approval of Easement Agreement (Monument Sign) from Crossroads Commerce Park to the District

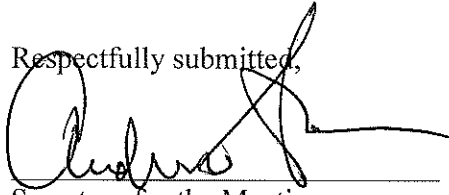
Deferred.

Other Items

None.

Adjournment

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

Respectfully submitted,

Secretary for the Meeting