

## RECORD OF PROCEEDINGS

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### MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

THOMPSON CROSSING METROPOLITAN DISTRICT NO. 5

Held: Wednesday, July 20, 2022, at 3:00 p.m., via online meeting at <https://us02web.zoom.us/j/83473120947?pwd=SEdoQkFOUHhZRjc3UEpWM1VHeEk2UT09>; and via telephone conference at 1-346-248-7799, Meeting ID: 834 7312 0947, Passcode: 449286.

Attendance:

A special meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 5 was scheduled in compliance with the laws of the State of Colorado.

The following directors were present:

Brandon Wyszynski, President  
Ross Blackmer, Secretary/Treasurer  
Brett Price, Assistant Secretary  
Chris Carlton, Director

The following director was absent:

Randy Bauer, Assistant Secretary

Also present were: Jerry Jacobs, Timberline District Consulting, LLC; Shelby Clymer and Alyssa Ferreira, CliftonLarsonAllen LLP; Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; the following members of the Boards of Directors of Thompson Crossing Metropolitan District No. 3, Thompson Crossing Metropolitan District No. 4, and Thompson Crossing Metropolitan District No. 6: Elaine J. Hoffman, Carlin J. Nafziger and Kim Kelley; and 4 members of the public.

Call to Order:

Noting the presence of a quorum the special meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 5 was called to order.

Director Matters/

Ms. Ivey then advised the Board that pursuant to Colorado law,

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Disclosure Matters:

certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Director Wyszynski disclosed his interests and association with Clayton Properties Group II, Inc., a Colorado corporation, and noted his board membership on each of the Thompson Crossing Metropolitan District Nos. 3, 4, & 6; Central Adams County Water & Sanitation District; Green Valley Ranch East Metropolitan District Nos. 6, 7 & 8; Second Creek Ranch Water & Sanitation District; and Erie Highlands Metropolitan District Nos. 4, 5 & 6. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Blackmer disclosed his interests and association with Clayton Properties Group II, Inc., a Colorado corporation and developer within the boundaries of the District and noted his board membership on Thompson Crossing Metropolitan District No. 3. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Price disclosed his interest and association with Clayton Properties Group II, Inc., a Colorado corporation and developer within the boundaries of the District. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Carlton disclosed his interest and association with Clayton Properties Group II, Inc., a Colorado corporation and developer within the boundaries of the District and noted his board membership on Thompson Crossing Metropolitan District No. 3. This disclosure is associated with approval of items on the agenda that may affect his interests.

Ms. Ivey advised that written disclosures of these interests were filed with the Secretary of State at least seventy-two hours prior to the meeting.

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- Election of Officers: Following discussion, upon motion duly made by Director Wyszynski, and seconded by Director Price, the Board unanimously approved the following slate of officers:
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|---------------------|-------------------|
| President           | Brandon Wyszynski |
| Secretary/Treasurer | Ross Blackmer     |
| Assistant Secretary | Chris Carlton     |
| Assistant Secretary | Randy Bauer       |
| Assistant Secretary | Brett Price       |
- Approval of/Additions to/Deletions from the Agenda: Upon motion by Director Wyszynski, second by Director Carlton and unanimous vote, the Board of Directors approved the agenda, as presented.
- Public Comment For Matters Not on the Agenda: None.
- Approval of Minutes - April 5, 2022 Special Meeting: After review and discussion, and upon motion by Director Wyszynski, second by Director Carlton and unanimous vote, the Board of Directors approved the minutes of its April 5, 2022 special meeting.
- Legal Matters: None.
- Financial Matters - 2023 Budget Process: Ms. Ivey reviewed the 2023 budget calendar with the Board and advised that her office will be reaching out to schedule meetings, as needed, in compliance with the calendar.
- District Manager's Report: The Manager's Report was provided advising that the irrigation inventory was completed and repairs are underway, the approved summer enhancement projects are completed, fall enhancement projects are being reviewed, and design review, covenant enforcement, and pool operations are functioning normally.
- Other Business: None.
- Adjournment: There being no further business to come before the Board of Directors, upon motion of Director Wyszynski, second of Director Blackmer, and unanimous vote the meeting was adjourned.

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DocuSigned by:

*Ross Blackmer*

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Secretary of the District