

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

THOMPSON CROSSING METROPOLITAN DISTRICT NO. 6

Held: Tuesday, September 17, 2019 7:30 a.m., at The Abundant Life Tabernacle, 5450 River Ranch Parkway, Johnstown, Colorado 80534.

Attendance:

A special meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 6 was scheduled in compliance with the laws of the State of Colorado, with the following directors in attendance:

Bruce Rau, President
Brandon Wyszynski, Secretary/Treasurer

The following directors were absent (absences excused):

Ryan Wood
Steve Panter

Also present were: Kevin Collins and Mariah Comlan, CliftonLarsonAllen, LLP; Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; Jerry Jacobs, Timberline District Consulting, LLC; Russ Hofer, MSI, Inc; Bill Stevens and Joel Kiesey, Thompson Crossing Metropolitan District No. 4 board members; Chris Carlton, Thompson Crossing Metropolitan District No. 3 board member and the following members of the public: Joe Amon (Denver Post), Natalie Allen, Joyce Robinson, Elaine Hoffman, Danny Fernandez, Janice Lenga, Phil Beedle, Lynn Beedle and Mark Lenga.

Call to Order:

It was noted that a quorum was not present for the special meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 6 and that no actions could therefore be taken.

**Director Matters/
Disclosure Matters:**

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

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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 Rau 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 each of Thompson Crossing Metropolitan District Nos. 3, 4, and 5. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Wyszynski 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 each of the Thompson Crossing Metropolitan District Nos. 3, 4, and 5. This disclosure is associated with approval of items on the agenda that may affect his interests.

Written disclosures of these interests had been filed with the Secretary of State and the Board prior to the meeting.

Approval of/Additions
to/Deletions from the
Agenda:

No Action.

Public Comment For
Matters Not on the
Agenda:

Ms. Hoffman inquired about the status of the 2019 Bonds for Thompson Crossing Metropolitan District No. 4 and was advised that they closed on September 5, 2019. It was further advised that Timberline District Consulting, LLC is working on an informational piece that will be distributed to residents and will contain a summary of the 2019 Bonds issued by Thompson Crossing Metropolitan District No. 4.

Mr. Lenga inquired about the status of the Kerr-McGhee oil and gas drilling operations. It was noted that this is not a Thompson Crossing Metropolitan District No. 3-6 matter but that a notice from Occidental recently advised of a community information meeting that is being held related to this matter on October 2, 2019 from 5:00 p.m. to 7:00 p.m. at the Johnstown Community Center.

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A number of the residents shared with each other the information they had heard.

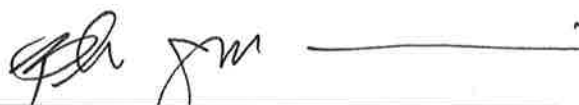
Mr. Fernandez inquired about the need for repairs to the landscaping and grass in the medians that may be owned by Thompson Crossing Metropolitan District No. 3. Mr. Jacobs was directed to take note of the issue and investigate remediation.

Thompson Crossing Metropolitan District No. 4 Director Stevens discussed issues related to landscaping and accountability of contractors and emphasized that community input and involvement in that process is important.

Joint Study Session
Thompson Crossing
Metropolitan District
Nos. 3-6 re 2020 Budget: Mr. Collins reviewed with the Boards of Directors for Thompson Crossing Metropolitan District Nos. 3-6 the draft 2020 budget for each of Thompson Crossing Metropolitan District Nos. 3-6 and addressed inquiries related to the same. No action was taken by the District related to this item.

Other Business: None.

Adjournment: The meeting was not called to order due to a lack of quorum and therefore was not adjourned.



Secretary of the Meeting