

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

THOMPSON CROSSING METROPOLITAN DISTRICT NO. 6

Held: Tuesday, November 3, 2020 at 7:30 a.m. at the following telephone and/or electronic location: <https://us02web.zoom.us/j/84809765841?pwd=aElrUVNBZGFGZHIqcG43RERPZ0NaUT09>, Meeting ID: 848 0976 5841, Passcode: 326917; or via telephone Dial-In Number: 1-253-215-8782. All participation in this meeting, including public participation, was by telephone and/or electronic means to preserve the health, safety and welfare of the public in light of the imminent threat caused by the COVID-19 pandemic and due to the State of Emergency declared by Governor Polis, as amended and extended, corresponding executive orders and public health orders, as amended and extended, and CDC recommendations against gathering in large groups in order to mitigate the spread of the COVID-19 virus.

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.

The following directors were present:

Danny Fernandez, President (*via video/telephone conference*)
Kim Kelley, Secretary/Treasurer (*via video/telephone conference*)
Brandon Wyszynski, Assistant Secretary (*via video/telephone conference*)

The following director was absent:

Steve Panter, Assistant Secretary

Also present were: Jerry Jacobs and Brittany Barnett, Timberline District Consulting, LLC, (*via video/telephone conference*); Shelby Clymer, CliftonLarsonAllen LLP (*via video/telephone conference*); Jennifer L. Ivey, Icenogle Seaver Pogue, P.C. (*via video/telephone conference*); and the following members of the public: Claudia Burgstahler, Elaine Hoffman; Chris Carlton, Oakwood

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Homes/Board Member, Thompson Crossing Metropolitan District Nos. 3 and 5; Bruce Rau, Oakwood Homes/Board Member, Thompson Crossing Metropolitan District Nos. 3, 4 and 5; and Joel Kiesey, Board Member, Thompson Crossing Metropolitan District No. 4 (*all via video/telephone conference*).

Call to Order: Director Fernandez, noting the presence of a quorum, called to order the special meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 6.

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 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 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.

Consider Appointments
to Vacancies on Board of
Directors: Ms. Ivey advised the Board that there are currently two vacancies on the Board of Directors of the District. Ms. Ivey further reported that Director Fernandez had announced these vacancies at a Citizens Advisory Committee meeting and that no residents of the District had expressed interest. Ms. Ivey further reported that no District-wide announcement and request for applications had gone out to date. After review and discussion, and upon motion of Director Wyszynski and second of Director Kelley, and unanimous vote the Board directed Ms. Ivey and Mr. Jacobs to publish notices of the vacancies, distribute the notice and request for applicants via eblast and website posting, and post the information at the District's

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posting locations. The Board then determined to hold a special meeting the week of January 26, 2021 to consider appointments to the vacancies and any other business that may come before the Board.

Approval of/Additions to/Deletions from the Agenda:

There were no changes to the agenda.

Public Comment For Matters Not on the Agenda:

None.

Approval of Minutes -
Approval of Minutes of October 20, 2020 Special Meeting:

After review and discussion, and upon motion of Director Wyszynski and second of Director Kelley, the Board unanimous vote, the Board approved the minutes of the October 20, 2020 Special Meeting.

Approval of Minutes of October 29, 2020 Joint Special Meeting Study Session:

After review and discussion, and upon motion of Director Wyszynski and second of Director Kelley, the Board unanimous vote, the Board approved the minutes of the October 29, 2020 Joint Special Meeting Study Session.

Legal Matters -

Adoption of 2021 Annual Resolution/Election of Officers:

After review and discussion, and upon motion of Director Kelley, and second of Director Wyszynski, and unanimous vote the Board of Directors adopted the 2021 annual resolution, part of which was the re-election of officers as follows:

President: Danny Fernandez
Secretary/Treasurer: Kim Kelley
Assistant Secretary: Brandon Wyszynski
Assistant Secretary: Steve Panter

and setting the regular meeting of the Board for the first Tuesday in November 2021, at 7:30 a.m. at the Abundant Life Tabernacle, 5450 River Ranch Parkway, Johnstown, Colorado 80534.

Financial Matters –
Interim Financial Report:

Ms. Clymer presented the financial statements through the period ending September 30, 2020. After discussion and review, upon

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motion of Director Wyszynski and second of Director Fernandez and unanimous vote, the Board accepted the financial statements.

Public Hearing on Amended 2020 Budget and Approval of Resolution to Amend 2020 Budget:

Ms. Clymer reviewed with the Board of Directors the draft of the proposed 2020 budget amendment. It was noted that Notice stating the board would consider adoption of the 2020 budget amendment and the public hearing was published pursuant to statute. Upon the motion of Director Wyszynski and second of Director Kelley the Board of Directors voted unanimously to open a public hearing on the proposed 2020 budget amendment for the District. No members of the public present wished to address the Board. Upon the motion of Director Wyszynski and the second of Director Kelley the Board of Directors voted unanimously to close the public hearing on the proposed 2020 budget amendment.

After discussion and review by the Board and upon the motion of Director Wyszynski and second of Director Kelley, the Board voted unanimously to approve the 2020 amended budget and adopted a Resolution to Amend the 2020 Budget and appropriate funds.

Public Hearing on Proposed 2021 Budget:

Ms. Clymer reviewed with the Board of Directors the draft of the proposed 2021 budget. It was noted that Notice stating the board would consider adoption of the 2021 budget and the public hearing was published pursuant to statute. Upon the motion of Director Wyszynski and second of Director Fernandez the Board of Directors voted unanimously to open a public hearing on the proposed 2021 budget for the District. No members of the public present wished to address the Board. Upon the motion of Director Wyszynski and the second of Director Fernandez the Board of Directors voted unanimously to close the public hearing on the proposed 2021 budget.

Approval of 2021 Budget, Appropriation of Funds, and Certification of Mill Levy:

After discussion and review, upon the motion of Director Wyszynski and second of Director Fernandez the Board of Directors voted unanimously to approve the resolution adopting the 2021 budget and appropriating the funds to the approved budget and certifying the mill levies as provided in the budget with an additional 4.00 mills being levied under the operations and maintenance mill levy and being set in a District reserve for capital enhancements, the nature of which will be determined by the District's Board, with said approvals all being contingent upon a successful closing on the District's bonds on November 6, 2020.

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District Manager's Report: The Manager's Report was distributed prior to the meeting. There was no specific discussion related to this Item.

Other Business: None.

Adjournment: There being no further business to come before the Board of Directors, upon motion of Director Kelley and second of Director Fernandez, the Board of Directors voted unanimously to adjourn the meeting.

DocuSigned by:

Brandon Wyszynski

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Secretary of the District