

# RECORD OF PROCEEDINGS

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MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

THOMPSON CROSSING METROPOLITAN DISTRICT NO. 3

Held: Tuesday, June 11, 2019 at 9:00 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. 3 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  
Jason Pock, Assistant Secretary  
Chris Carlton, Assistant Secretary

The following directors were absent (absences excused):

Bradley Lenz

Also present were: Kevin Collins, CliftonLarsonAllen, LLP; Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; Russ Hofer, MSI; and the following members of the public: Elaine Hoffman, Shaun Mouzakis, and Ryan Wood.

**Call to Order:**

Director Rau, noting the presence of a quorum, called to order the special meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 3, noting that the meeting was being called to order late due to the Thompson Crossing Metropolitan District No. 4 meeting running late.

**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.

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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. 4, 5, and 6. 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 noted his board membership on each of the Thompson Crossing Metropolitan District Nos. 4, 5, and 6. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Pock disclosed his interests and association with Clayton Properties Group II, Inc., a Colorado corporation, d/b/a Oakwood Homes, and noted his board membership on the Thompson Crossing Metropolitan District No. 5. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Carlton disclosed his interests and association with Clayton Properties Group II, Inc., a Colorado corporation, d/b/a Oakwood Homes. 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:

After discussion, upon motion of Director Pock and second of Director Carlton, the Board unanimously approved the agenda with the addition of Item 7(b) – Consider Approval of 2018 Audit

Public Comment For  
Matters Not on the  
Agenda:

The issues with the landscaping around the enclave area were noted.

Approval of Minutes:

After discussion, upon motion of Director Wyszynski and second of Director Pock, the Board approved the November 6, 2018 regular meeting minutes with Director Carlson abstaining because he was not in attendance at that meeting.

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Legal Matters – Quit  
Claim Deed:

Ms. Ivey and Mr. Pock presented the Board with and reviewed a Quit Claim Deed for Lot 2, Thompson River Ranch Filing No. 11 which cleans up a boundary discrepancy between the District owned park and the adjacent school site that is owned by Clayton Properties Group II, Inc. After discussion, upon motion of Director Wyszynski and second of Director Pock, the Board unanimously approved the Quit Claim Deed.

Financial Matters –  
Second Amendment of  
2018 Budget:

Mr. Collins reviewed with the Board the proposed second amendment of the 2018 budget. Upon motion of Director Wyszynski and second of Director Pock, the Board unanimously approved opening a public hearing on the proposed second amendment of the 2018 budget consistent with published public notice. Mr. Wood inquired about the use of the transfer fees. Upon motion of Director Wyszynski and second of Director Pock, the Board unanimously approved closing the public hearing on the proposed second amendment of the 2018 budget. The Board discussed the proposed second amendment of the 2018 budget. Upon the motion of Director Pock and second of Director Wyszynski, the Board unanimously approved adopting a resolution approving the second amendment of the 2018 budget.

Financial Matters –  
Acceptance and Filing of  
2018 Audit:

Mr. Collins reviewed the 2018 audit with the Board. After review and discussion and upon the motion of Director Carlson and second of Director Wyszynski, the Board unanimously approved the 2018 audit and directed the filing with the State Auditor.

Other Business:

None.

Adjournment:

There being no further business to come before the Board, and upon motion of Director Wyszynski, second of Director Carlson and unanimous vote, the meeting was adjourned.



Secretary of the Meeting