

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

THOMPSON CROSSING METROPOLITAN DISTRICT NO. 5

Held: Thursday, July 25, 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. 5 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 (*via telephone*)

The following directors were absent (absences excused):

Steve Panter
Brad Lenz

Also present were: Kevin Collins, CliftonLarsonAllen, LLP and Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.

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. 5.

**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.

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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 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 developer within the boundaries of the District, and noted his board membership on each of the Thompson Crossing Metropolitan District Nos. 3, 4, 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, LLC, 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.

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 Wyszynski and second of Director Pock, the Board unanimously approved the agenda as presented

Public Comment For
Matters Not on the
Agenda:

None.

Legal Matters – Public
Hearing on Petition for
Inclusion:

Upon motion of Director Wyszynski and second of Director Pock, the Board unanimously approved opening a public hearing on the petition for inclusion of property consistent with published public notice. No members of the public were present to address the Board. Upon motion of Director Wyszynski and second of Director Rau, the Board unanimously approved closing the public hearing. After discussion, and upon motion of Director Rau and second of Director Wyszynski, the Board unanimously approved adopting a resolution and order regarding the inclusion of real

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property into the District.

Legal Matters – Public Hearing on Petition for Exclusion:

Upon motion of Director Wyszynski and second of Director Pock, the Board unanimously approved opening a public hearing on the petition for exclusion of property consistent with published public notice. No members of the public were present to address the Board. Upon motion of Director Wyszynski and second of Director Rau, the Board unanimously approved closing the public hearing. After discussion, and upon motion of Director Rau and second of Director Wyszynski, the Board unanimously approved adopting a resolution and order regarding the exclusion of real property from the District noting that legal counsel was directed to hold the order of exclusion and not finalize the boundary change unless and until the previously approved inclusion was finalized.

Other Business:

None.

Adjournment:

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



Secretary of the Meeting