

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CROWFOOT VALLEY RANCH METROPOLITAN DISTRICT NO. 1 HELD MAY 9, 2018

A special meeting of the Board of Directors of the Crowfoot Valley Ranch Metropolitan District No. 1 (referred to hereafter as "Board") was convened on Wednesday, the 9<sup>th</sup> day of May, 2018, at 2:00 p.m., at 7979 East Tufts Avenue, Suite 120, Denver, Colorado. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Tim Bertoch (via speakerphone)  
Erik Clore

##### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc. (via speakerphone)

Matt Dalton, Esq.; Spencer Fane, LLP (via speakerphone)

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Ms. Finn noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. It was noted that Director Bertoch is an employee of the developer of the project and it was also noted that Director Clore has a contractual relationship with the developer to develop the project.

#### ADMINISTRATIVE MATTERS

##### Consideration of Board Appointment After Publication of Notice of Vacancy:

It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was made on May 14, 2018 in the Denver Post. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

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Following discussion, upon motion duly made by Director Clore, seconded by Director Bertoch, and, upon vote, unanimously carried, Chad Murphy was appointed to fill a vacant Board term. The Oath of Office was administered.

**Agenda:** The Board reviewed a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Bertoch, seconded by Director Clore and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Approval of Meeting Location:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, and upon motion duly made by Director Bertoch, seconded by Director Clore and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries, or within 20 miles of its boundaries, to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of this location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Minutes:** The Board reviewed the Minutes of the April 13, 2018 special meeting.

Following discussion, upon motion duly made by Director Bertoch seconded by Director Clore and, upon vote, unanimously carried, the Minutes of the April 13, 2018 special meeting were approved

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### **OTHER BUSINESS**

There was no other business at this time.

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### **ADJORNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Bertoch, seconded by Director Clore and, upon vote, unanimously carried, the meeting was adjourned.

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Respectfully submitted,

By  \_\_\_\_\_  
Secretary for the Meeting

THESE MINUTES APPROVED AS THE OFFICIAL MAY 9, 2018 MINUTES  
OF THE CROWFOOT VALLEY RANCH METROPOLITAN DISTRICT NO. 1  
BY THE BOARD OF DIRECTORS SIGNING BELOW:

  
\_\_\_\_\_  
Chad Murphy