

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CROWFOOT VALLEY RANCH METROPOLITAN DISTRICT NO. 2 HELD OCTOBER 24, 2018

A special meeting of the Board of Directors of the Crowfoot Valley Ranch Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Wednesday, the 24th day of October, 2018, at 10:00 a.m., at Hines, 1125 17th Street, #700, Denver, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Chad Murphy
John W. Despard
Matthew B. Greenberg

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Matthew Ruhland, Esq. and Joe Norris, Esq.; Collins Cockrel & Cole, P.C.

Jason Carroll and Vivian Bonham; CliftonLarsonAllen, LLP

Richard Cross; Board Candidate

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.

Attorney Ruhland 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 and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. It was noted that all Directors' Disclosure Statements have been filed.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Murphy, seconded by Director Despard 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, upon motion duly made by Director Murphy, seconded by Director Despard 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.

Resignation of Director: The resignation of Director Dave Klebba, effective July 11, 2018, was acknowledged.

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 October 18, 2018 in the Douglas County News-Press. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

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

Appointment of Officers: Following discussion, upon motion duly made and seconded by Director Murphy and, upon vote, unanimously carried, the following slate of officers was appointed:

President/Chairman	Chad Murphy
Treasurer	Richard Cross
Secretary	Ann E. Finn

RECORD OF PROCEEDINGS

Assistant Secretary
Assistant Secretary

John W. Despard
Matthew B. Greenberg

Minutes: The Board reviewed the Minutes of the May 25, 2018 and May 29, 2018 special meetings and the June 4, 2018 and June 19, 2018 reconvened special meeting.

Following discussion, upon motion duly made by Director Despard, seconded by Director Murphy and, upon vote, unanimously carried, the Minutes of the May 25, 2018 and May 29, 2018 special meetings and the June 4, 2018 and June 19, 2018 reconvened special meeting were approved, as presented.

FINANCIAL MATTERS

Unaudited Financials and Cash Position Schedule: Ms. Bonham reviewed for the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending September 30, 2018 and the schedule of cash position statement updated as of October 17, 2018.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Greenberg and, upon vote, unanimously carried, the unaudited financial statements and the schedule of cash position statement were accepted, as presented.

LEGAL MATTERS

There were no legal matters to discuss at this time.

OTHER MATTERS

There were no other matters to discuss at this time.

ADJORNMENT

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

Respectfully submitted,


By



Secretary for the Meeting

RECORD OF PROCEEDINGS


THESE MINUTES APPROVED AS THE OFFICIAL OCTOBER 24, 2018
MINUTES OF THE CROWFOOT VALLEY RANCH METROPOLITAN
DISTRICT NO. 2 BY THE BOARD OF DIRECTORS SIGNING BELOW:



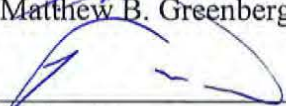
Chad Murphy



John ("Jay") W. Despard



Matthew B. Greenberg



Richard Cross