

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF

**ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 1  
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 2  
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 3  
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 4**

**HELD  
August 27, 2019**

The Combined Special Meeting of the Boards of Directors (collectively, "Boards") of St. Vrain Lakes Metropolitan District No. 1, St. Vrain Lakes Metropolitan District No. 2, St. Vrain Lakes Metropolitan District No. 3, and St. Vrain Lakes Metropolitan District No. 4 (collectively, "Districts") was held at the High Plains Library District – Carbon Valley Regional Library, 7 Park Avenue, Firestone, Colorado at 5:30 p.m. on Tuesday, August 27, 2019. Notice of the Combined Meeting was duly posted.

ATTENDANCE

Directors in Attendance:

Chris Petro (Nos. 1, 3, 4)  
Shannon Robbins, President (Nos. 1-4)  
Neil Simpson, Assistant Secretary (Nos. 1-4)  
Peter Cobb, Assistant Secretary (No. 2)

Absent but excused:

Ashley Tarufelli, Secretary/Treasurer (Nos. 1-4)  
David Carro, Assistant Secretary (Nos. 1-4)

Also in Attendance:

Crystal Clemens; Pinnacle Consulting Group, Inc.  
Blair M. Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron, P.C. (via telephone).

CALL TO  
ORDER

The Combined Special Meeting of the Boards was called to order at 5:39 p.m. by Ms. Clemens, noting that a quorum was present for each of the Boards. Each of the Directors confirmed their qualifications to serve on the Boards. Ms. Clemens also confirmed that prior to the meeting each of the Directors had been notified of the meeting.

CONFLICTS  
OF INTEREST  
DISCLOSURE

Mr. Dickhoner noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as all Board Members are employees of Brookfield Residential, which is associated with the primary landowner and developer of land within the Districts. Mr. Dickhoner advised

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the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the 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 Boards determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Boards to act.

APPROVAL  
OF AGENDA

The Boards considered the approval of the agenda. Mr. Dickhoner requested the addition of item II C. Purchase Contract with Barefoot LLC, under Legal Matters. Upon a motion duly made by Director Robbins, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to approve the agenda, as amended.

PUBLIC COMMENT

No public comments were offered.

LEGAL MATTERS

Access and Maintenance Easement Agreement for Filing 3: Mr. Dickhoner reviewed the Access and Maintenance Easement Agreement with the Boards. Following review and discussion, upon a motion duly made by Director Petro, seconded by Director Robbins, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Access and Maintenance Easement Agreement subject to final review by legal counsel.

Resolution Regarding the Imposition of Maintenance Fees: Following review and discussion, upon a motion duly made by Director Petro, seconded by Director Simpson, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Resolution Regarding the Imposition of Maintenance Fees, as presented.

Purchase Contract with Barefoot, LLC: Mr. Dickhoner presented the purchase contract with Barefoot, LLC for board approval. Following review and discussion, upon a motion duly made by Director Petro, seconded by Director Robbins, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Purchase Contract with Barefoot, LLC subject to final review by legal counsel.

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OTHER  
MATTERS

Directors' Comments: There were no items brought before the Boards for consideration.

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ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Petro, seconded by Director Simpson, and upon unanimous vote, the meeting was adjourned at 5:46 p.m.

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The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

  
Crystal Clemens, Recording Secretary for the Meeting