

MINUTES OF THE JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS OF

HESS RANCH METROPOLITAN DISTRICT NOS. 1-3

Held: Wednesday, the 20<sup>th</sup> day of July, 2016, at 10:00  
a.m. at: 950 South Cherry Street, Suite 900, Denver,  
Colorado 80246

Attendance

The joint special meeting of the Boards of Directors of the Hess Ranch Metropolitan District Nos. 1-3, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Tracy J. Hutchins  
Cindi M. Rodriguez  
Gary L. Hunter  
Chris Elliott  
Christian Matt Janke

All director absences are deemed excused unless otherwise specified.

Also present: Elisabeth A. Cortese, Esq., McGeady Becher P.C.; Kristin Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; and Corey Elliott, E5X Management.

Call to Order

It was noted that a quorum of the Boards were present and the meeting was called to order.

Combined Meeting

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Conflict of Interest  
Disclosures

Ms. Cortese advised the Boards that pursuant to Colorado law, certain disclosures by the directors may be required prior to taking official action at the meeting. The Directors reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure 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 members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Written disclosures of conflicts of interest were filed with the Secretary of State at least 72 hours prior to the meeting.

Agenda

Ms. Cortese presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

**Administrative Matters**

Consider Appointment of Directors to Boards and Administer Oaths

Ms. Cortese noted that vacancies exist on the Boards. Mr. Chris Elliott and Mr. Janke expressed an interest in being appointed to the Boards, and their qualifications were confirmed for such appointments. Following discussion, upon a motion duly and seconded, the Boards unanimously appointed Mr. Chris Elliott and Mr. Janke to the Boards, and the Oaths of Office were administered. Ms. Cortese noted that she will file the Certificates of Appointment and Oaths of Office with the District Court and Division of Local Government.

Appointment of Officers

Ms. Cortese noted that the Boards are required by statute to have a Chairperson/President, a Treasurer and a Secretary, which Secretary position is not required to be a member of the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously appointed Ms. Hutchins as President, Ms. Rodriguez as Treasurer/Secretary, Mr. Hunter as Assistant Secretary, Mr. Elliott as Assistant Secretary, and Mr. Janke as Assistant Secretary.

Approval of Minutes from the June 21, 2016 and June 29, 2016 Meetings

Ms. Cortese presented the Boards with the minutes from the June 21, 2016 organizational meeting and the June 29, 2016 continued meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

Mr. Elliott and Mr. Janke abstained from the vote.

**Financial Matters**

None.

**Legal Matters**

Discuss Status of Intergovernmental Agreement regarding Debt Allocation and Cost Sharing by and among Hess Ranch Metropolitan District Nos. 1-8

The Boards discussed the status of the Intergovernmental Agreement regarding Debt Allocation and Cost Sharing by and among Hess Ranch Metropolitan District Nos. 1-8. It was noted that the agreement will be executed at the closing of the sale of property, subject to final review by the Town of Parker.

**Capital Improvements**

None.

**Other Business**

The Boards determined to continue the meeting to 9:00 a.m. on Tuesday, July 26, 2016 at 7887 East Belleview Avenue, Suite 900, Englewood, Colorado.

**Adjournment**

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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



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Secretary for the Meeting