

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF BRIGHTON CROSSING METROPOLITAN DISTRICT NOS. 5-8

HELD
March 9, 2021

The Combined Special Meeting of the Board of Directors of Brighton Crossing Metropolitan District No. 5, Brighton Crossing Metropolitan District No. 6, Brighton Crossing Metropolitan District No. 7, and Brighton Crossing Metropolitan District No 8 (collectively, "Districts") held via teleconference at 4:30 p.m. on Tuesday, March 9, 2021. Notice of the meeting was duly posted.

ATTENDANCE

Directors in Attendance:

Shannon Robbins, President (Nos. 5-8) (via teleconference)
Neil Simpson, Assistant Secretary, (Nos. 5-8) (via teleconference)

Directors Absent but Excused:

Ashley Tarufelli, Secretary/Treasurer

Also in Attendance:

Chelsey Green, Jesse Mestrovic, Andrew Kunkel, Jason Woolard, and Amanda Castle; Pinnacle Consulting Group, Inc.
Eve Velasco; White Bear Ankele Tanaka & Waldron, P.C.
Kimberly Herman, D.R. Horton
Amy Ostendorf, YMCA
Jay Thomas, Haley McMillen, Jim Cimiluca, Dewayne Davis, Jake Shepard; Brighton Crossings Residents

CALL TO ORDER

The Board Meeting was called to order at 4:36 p.m. by Ms. Green, 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.

COMBINED MEETINGS

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

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CONFLICTS
OF
INTEREST
DISCLOSURE

Ms. Velasco 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 Boards Members are employees of Brookfield Residential, which is associated with the primary developer of land within the District. Ms. Velasco advised 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.

AGENDA

The Boards considered the agenda as presented. Following review, upon a motion duly made by Director Robbins, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

APPROVAL
OF MINUTES

The minutes of the Special Board Meeting held on December 1, 2020 and the minutes of the Special Board Meeting held on December 4, 2020 were presented. Following review, upon a motion duly made by Director Robbins, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the minutes of the Special Board Meeting held on December 1, 2020 and the minutes of the Special Board Meeting held on December 4, 2020, as presented.

PUBLIC COMMENT

There were no comments made by members of the public.

DIRECTOR COMMENTS

There were no comments made by directors.

BOARD RESIGNATION

Ms. Green informed the Boards of the resignation of Lisa Albers and Marc Towne.

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APPOINTMENT TO
FILL BOARD VACANCY

The Boards considered the appointment of Jay Thomas, a resident, to the Board of Directors for District No. 7. Following review, upon a motion duly made by Director Robbins, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to appoint Jay Thomas to the Board of Directors for District No. 7 to fill the term expiring May 2023.

ELECTION
OF OFFICERS

It was the consensus of the Boards to table this item.

ADMINISTRATIVE
MATTERS

Board Member Appointment to Brighton Crossings Operations Board:
It was the consensus of the Boards to table this item.

Discussion of Future 2021 Regular Meeting Dates: Ms. Green requested direction from the Board regarding rescheduling future 2021 regular meeting dates due to a conflict with the City of Brighton City Council meeting dates. It was the direction of the Board to change future regular meeting dates to June 14th, September 13th, and December 6th and for legal counsel to present an Amended Administrative Matters Resolution at the next regular meeting.

FINANCIAL
MATTERS

Finance Manager's Report: Ms. Castle presented the Finance Manager's Report to the Boards which, included a status update on the 2020 audit.

Ratification of Payment of Claims: Ms. Castle reviewed with the Boards the payment of claims for the period October 31, 2020 to January 31, 2021, in the amount of \$54,420.31. Following review and discussion, upon motion duly made by Director Robbins, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to ratify the payment of claims for the period October 31, 2020 to January 31, 2021 in the amount of \$54,420.31, as presented.

Financial Statements: Ms. Castle reviewed with the Boards the Unaudited Financial Statements for the period ending December 31, 2021. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Robbins, and upon vote, unanimously carried, it was

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RESOLVED to accept the Unaudited Financial Statements for the period ending December 31, 2021, as presented.

2020 Auditor: Ms. Castle reviewed the proposals with the Board and recommended the audit services of WIPFLI for the 2020 Audit. Following review and discussion, upon motion duly made by Director Simpson, seconded by Director Robbins, and upon vote, unanimously carried, it was

RESOLVED to approve engagement of WIPFLI for the 2020 audit services in an amount not to exceed \$6,000.

MANAGEMENT AND
OPERATIONAL
MATTERS

Manager's Report: Ms. Green reviewed the Manager's Report with the Boards.

Capital Project Report: Mr. Woolard reviewed the Capital Project Report with the Boards and noted that cost acceptance and asset acceptance resolutions are being prepared for presentation at the next regular meeting for consideration.

LEGAL MATTERS

Ratification of 2019 Annual Report to City of Brighton: Ms. Green requested that the Boards consider ratification of the 2019 Annual Report submitted to the City of Brighton. It was the consensus of the Boards to ratify the 2019 Annual Report submitted to the City of Brighton.

OTHER MATTERS

There were no other matters brought before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Simpson, seconded by Director Robbins, and upon unanimous vote, the meeting was adjourned at 5:06 p.m.

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

Respectfully submitted,



Andrew Kunkel, Recording Secretary for the Meeting