

**MINUTES OF A SPECIAL COMBINED MEETING
OF THE BOARDS OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT,
NORTH RANGE METROPOLITAN DISTRICT NO. 1, AND
NORTH RANGE METROPOLITAN DISTRICT NOS. 2 - 5
HELD ON APRIL 6, 2016**

A special combined meeting of the Boards of Directors of the Reunion Metropolitan District, the North Range Metropolitan District No. 1, and North Range Metropolitan District Nos. 2-5 was held on Wednesday, April 6, 2016 at 6:30 PM at the South Adams Fire District Community Room, 10326 Walden Street, Commerce City, Colorado 80022. The meeting was open to the public.

The following Directors were in attendance:

Reunion Metropolitan District and North Range Metropolitan District Nos. 2-5

Martin Zemcik
Scott Custer
Jeffrey Kappes
Tim E. Roberts

Director Kershisnik was not in attendance and her absence is deemed excused

North Range Metropolitan District No. 1

Travis Book
Martin Zemcik
Tim E. Roberts

One position remains vacant. Director Kershisnik was not in attendance and her absence is deemed excused.

Also in attendance were the following:

Sam Sharp, D A Davidson & Co.
Ken Guckenberger, Kutak Rock
Kristen D. Bear, Esq., White Bear Ankele Tanaka & Waldron
Trish Harris, Esq., White Bear Ankele Tanaka & Waldron
Sarah Hunsche, CliftonLarsonAllen
Liz Alexander, Development & Research Services
Brad Wilkinson, Shea Homes

NOTE: For the remainder of this document, Reunion Metropolitan District will be referred to as “RMD”, North Range Metropolitan District No. 1 will be referred to as “NRMD 1”, and North Range Metropolitan District Nos. 2 – 5 will be referred to as “NRMD 2-5”.

CALL TO ORDER The meeting was called to order at 6:35 PM by Director Zemcik on behalf of RMD and NRMD 2-5; and by Director Book on behalf of NRMD 1.

RECORD OF PROCEEDINGS

DECLARATION OF QUORUM & CONFLICTS OF INTEREST

Ms. Alexander noted that a quorum was present for each District.

Attorney Bear noted that Disclosures were filed prior to the meeting. Ms. Alexander requested that members of the Boards disclose any potential conflicts of interest with regard to matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Boards' members prior to this meeting, in accordance with statutes. No additional conflicts to those filed with the Secretary of State pursuant to statute were disclosed.

APPROVAL OF AGENDA AND LOCATION OF MEETING

Upon a motion duly made by Director Kappes, seconded by Director Zemcik, and following discussion, upon vote unanimously carried, the Boards for Reunion Metropolitan District and North Range Metropolitan District Nos. 2-5 approved the meeting location and approved the Agenda, as amended.

Upon a motion duly made by Director Book, seconded by Director Zemcik, and following discussion, upon vote unanimously carried, the Board for North Range Metropolitan District No. 1 approved the meeting location and approved the Agenda, as amended.

PUBLIC COMMENT

NONE.

CONSENT AGENDA

Upon a motion duly made by Director Kappes, seconded by Director Zemcik, and upon vote unanimously carried, the Boards for RMD and NRMD 2-5 approved the following Consent Agenda items:

- Minutes of the February 9, 2016 Special Meeting
- Minutes of the February 24, 2016 Special Meeting

Upon a motion duly made by Director Book, seconded by Director Zemcik, and upon vote unanimously carried, the Board for NRMD 1 approved the following Consent Agenda items:

- Minutes of the February 9, 2016 Special Meeting
- Minutes of the February 24, 2016 Special Meeting

FINANCIAL MATTERS

An engagement letter from CliftonLarsonAllen for the purpose of reviewing schedules related to the refunding of NRMDs 1 2007 General Obligation bonds was presented to the Board. It was noted that compensation for these services would be paid to CliftonLarsonAllen out of bond proceeds. Following discussion, upon motion duly made by Director Roberts, seconded by Director Zemcik, and upon vote, unanimously carried, the Limited Purpose Engagement Letter was approved.

A Public Hearing to Consider Amending the 2016 NRMD 1 Budget was opened at 6:42 PM. Ms. Alexander noted no public comments were received with regard to this matter. The Public Hearing was closed at 6:43 PM. Following discussion, upon motion duly made by Director Book, seconded by Director Roberts, and upon vote, unanimously carried, the 2016 NRMD 1 Budget was amended. Ms. Alexander was directed to file the Budget Amendment with the Colorado Division of Local Government.

RECORD OF PROCEEDINGS

A Public Hearing to Consider Amending the 2016 RMD Budget was opened at 6:46 PM. Ms. Alexander noted that no public comments were received with regard to this matter. The Public Hearing was closed at 6:47 PM. Following discussion, upon motion duly made by Director Zemcik, seconded by Director Kappes, and upon vote, unanimously carried, the 2016 NRMD 1 Budget was amended. Ms. Alexander was directed to file the Budget Amendment with the Colorado Division of Local Government.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Zemcik, seconded by Director Kappes, on behalf of RMD and NRMD 2-5, and upon motion duly made by Director Book, seconded by Director Zemcik, and upon vote, unanimously carried, the Boards adjourned the meeting at 6:48 PM.

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

Respectfully Submitted

/s/ Liz Alexander
Secretary for the Meeting