

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT
HELD
JULY 2, 2019**

A special meeting of the Board of Directors of the Reunion Metropolitan District was held Tuesday, July 2, 2019, at 10:00 a.m., at the Reunion Recreation Center, 17910 E. Parkside Drive North, Commerce City, Colorado 80022. The meeting was open to the public.

In attendance were Directors:

Kelly Leid
Brett Price
Bruce Rau
Teresa Kershisnik
Tim Roberts

Also in attendance were:

Matt Urkoski; CliftonLarsonAllen LLP
Trisha Harris, Esq.; White Bear Ankele Tanaka & Waldron P.C.
Steve Follweiler and Raul Martinez; Reunion Metropolitan District
Justin Howe and Brad Meyering; Oakwood Homes

Call to Order

Director Leid called the meeting to order at 10:00 a.m.

Declaration of
Quorum

A quorum was confirmed.

Disclosures and
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. Ms. Harris noted that all Directors' Disclosure Statements have been filed. The Board noted that there are no additional conflicts to those filed with the Secretary of State pursuant to statute.

Approve Agenda

After discussion, upon a motion duly made by Director Price, seconded by Director Rau, and upon vote unanimously carried, the Board approved the agenda as amended with the removal of Manager Items 5.A. and 5.B.

Public Comments

None.

Manager Matters

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There were no manager matters.

Engineer Matters

- A. Review and consider award of landscape contract to complete the work on the south side of 104th Avenue as part of Reunion Filing 35 (formerly 10A/B)

Director Price and Mr. Meyering reviewed this item with the Board. Discussion ensued. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved the award of contract to Colorado Designscapes to complete the work on the south side of 104th Avenue as part of Reunion Filing 35 (formerly 10A/B).

Legal Matters

- A. Review and Consider Amendment to Funding and Reimbursement Agreement between Reunion and Clayton Properties Group II

Mr. Harris reviewed the Amendment with the Board. Discussion ensued. After discussion, upon a motion duly made by Director Rau, seconded by Director Price, and upon vote unanimously carried, the Board approved the Amendment to the Funding and Reimbursement Agreement between Reunion and Clayton Properties Group II subject to District Counsel's review of the revised agreement's consistency with the process for acceptance set forth in the revised bond documents.

- B. Review and Consider Approval of Tenth Addendum to Funding and Reimbursement Agreement between Reunion and Clayton Properties Group II in relation to funding for the landscaping on the south side of 104th Avenue

Ms. Harris reviewed the Tenth Addendum with the Board. After discussion, upon a motion duly made by Director Rau, seconded by Director Kershnik, and upon vote unanimously carried, the Board approved the Tenth Addendum to the Funding and Reimbursement Agreement between Reunion and Clayton Properties Group II in relation to funding for the landscaping on the south side of 104th Avenue, subject to confirmation of the need for the same based on cash on hand and funding specifics, as well as removal of "Pond Maintenance" from the addendum title.

Other Business

None.

Adjournment

There being no further business to come before the Board, Director Leid adjourned the meeting at 10:23 a.m.

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

Respectfully submitted,

Secretary for the Meeting