

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
REUNION METROPOLITAN DISTRICT
HELD
JANUARY 22, 2020**

A special meeting of the Board of Directors of the Reunion Metropolitan District was held Wednesday, January 22, 2020, at 2:00 p.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:

Brett Price
Bruce Rau
Teresa Kershisnik

Also in attendance were:

Matt Urkoski, Shelby Clymer and Kathy Suazo; CliftonLarsonAllen LLP
Kristen Bear, Esq.; White Bear Ankele Tanaka & Waldron P.C.
Jim Hayes; Oakwood Homes
Jeffrey Kappes, North Range Metropolitan District Nos. 4 & 5

Call to Order

Director Rau called the meeting to order at 2:04 p.m. The absence of Director Leid and Director Roberts were excused.

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. Bear 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.

3. Approve Agenda

After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Price and upon vote unanimously carried, the Board approved the agenda as amended with the addition of Item 5B.

4. Public Comments None.

RECORD OF PROCEEDINGS

5. Legal Matters

- A. Review and Consider Approval of Twelfth Addendum to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II, Inc. related to Reunion Ridge Filing No. 1 Infrastructure

Ms. Bear reviewed the Addendum with the Board. After discussion, upon a motion duly made by Director Price, seconded by Director Kershisnik, and upon vote unanimously carried, the Board approved the Twelfth Addendum to the Funding and Reimbursement Agreement between Reunion Metropolitan District and Clayton Properties Group II, Inc. related to Reunion Ridge Filing No. 1 Infrastructure.

- B. Discussion of Collateral Assignment to Richmond Homes

Discussion ensued. After discussion, upon a motion duly made by Director Kershisnik, seconded by Director Price, and upon vote unanimously carried, the Board approved the collateral assignment to Richmond Homes and authorized Director Leid to execute the document once prepared and finalized by legal.

6. Other Business

None.

7. Adjournment

There being no further business to come before the Board, upon a motion duly made by Director Price, seconded by Director Kershisnik, and upon vote unanimously carried, the Board adjourned the meeting at 2:09 p.m.

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

Respectfully submitted,



Secretary for the Meeting