

**THIRD CREEK METROPOLITAN DISTRICT NOS. 1 AND 3  
2024 ANNUAL ADMINISTRATIVE MATTERS RESOLUTION**

WHEREAS, the Boards of Directors (the “Boards”) of Third Creek Metropolitan District No. 1 (“District No. 1”) and Third Creek Metropolitan District No. 3 (“District No. 3”, and together with District No. 1, the “Districts”) are required to perform certain administrative obligations during each calendar year to comply with certain statutory requirements, as further described below, and to assure the efficient operations of the Districts; and

WHEREAS, the Boards desire to set forth such obligations herein and to designate, where applicable, the appropriate person or person(s) to perform such obligations on behalf of the Districts; and

WHEREAS, the Boards further desire to acknowledge and ratify herein certain actions and outstanding obligations of the Districts.

NOW, THEREFORE, THE BOARDS OF DIRECTORS OF THIRD CREEK METROPOLITAN DISTRICT NOS. 1 AND 3 HEREBY RESOLVE AS FOLLOWS:

1. The Boards direct its District Manager to prepare and file either an accurate map, as specified by the Colorado Division of Local Government (the “Division”), or a notice that the Districts’ boundaries have not changed since the filing of the last District map, with the Division, the Adams County Clerk and Recorder and Adams County Assessor on or before January 1, 2024, as required by Section 32-1-306, C.R.S.

2. Pursuant to Section 24-32-116(3)(b), C.R.S, the Boards direct legal counsel to update the Division with any of the following information previously provided to the Division, in the event such information changes: (i) the official name of the Districts; (ii) the principal address and mailing address of the Districts; (iii) the name of the Districts’ agent; and (iv) the mailing address of the Districts’ agent.

3. The Boards direct legal counsel to prepare, no more than sixty (60) days prior to and not later than January 15, 2024, the Districts’ annual transparency notice containing the information set forth in Section 32-1-809(1), C.R.S., and to provide such notice to the eligible electors of the Districts in one of the manners set forth in Section 32-1-809(2), C.R.S. In addition, legal counsel is directed to file a copy of the notice with the Adams County Board of County Commissioners, the Adams County Assessor, the Adams County Treasurer, the Adams County Clerk and Recorder’s Office, the City Council of the City of Commerce City (“City Council”), and the Division as set forth in Section 32-1-104(2), C.R.S. A copy of the notice shall be made available for public inspection at the principal business office of the Districts.

4. The Boards direct the Districts’ accountant to submit proposed 2025 budgets for the Districts to the Boards by October 15, 2024, to schedule public hearings on the proposed budgets, prepare final budgets, and budget resolutions, including certifications of mill levies and amendments to the budgets if necessary; to certify the mill levies to Adams County on or before December 15, 2024; and to file the approved budgets and amendments thereto with the proper

governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

5. If additional real property is included into the boundaries of the Districts in the future, the Districts authorize legal counsel to record the special district public disclosure document and a map of the new boundaries of the Districts concurrently with the recording of the order for inclusion in the Adams County Clerk and Recorder's office in accordance with Section 32-1-104.8(2), C.R.S.

6. The Boards direct legal counsel to notify the City Council of any alteration or revision of the proposed schedule of debt issuance set forth in the financial plan attached to the Districts' Service Plan, as required by Section 32-1-202(2)(b), C.R.S.

7. For any nonrated public securities issued by the Districts, the Boards direct the Districts' accountant to prepare and file with the Division on or before March 1, 2024, an annual information report with respect to any of the Districts' nonrated public securities which are outstanding as of the end of the Districts' fiscal year in accordance with Section 11-58-105, C.R.S.

8. The Boards hereby authorize the Districts' accountant to prepare and file an audit exemption and resolution for approval of audit exemption with the Colorado State Auditor by March 31, 2024, as required by Section 29-1-604, C.R.S.; or, if required by Section 29-1-603, C.R.S., the Boards authorize that an audit of the financial statements be prepared and submitted to the Boards before June 30, 2024 and filed with the State Auditor by July 31, 2024. In addition, if the District has authorized but unissued general obligation debt as of the end of the fiscal year, the District's accountant shall cause to be submitted City Council, the Districts' audit report or copies of the Districts' application for exemption from audit in accordance with Section 29-1-606(7), C.R.S.

9. If the Districts hold property presumed abandoned and subject to custody as unclaimed property pursuant to the Unclaimed Property Act (§§38-13-101 *et seq.*, C.R.S.), the Boards direct legal counsel to prepare an unclaimed property report that covers the twelve months preceding July 1, 2024 and submit the report to the Colorado State Treasurer by November 1, 2024, in accordance with Section 38-13-401 *et seq.*, C.R.S.

10. The Boards direct the Districts' legal counsel to oversee the preparation of any continuing annual disclosure report required to be filed pursuant to a continuing disclosure agreement, in accordance with the Securities Exchange Commission Rule 15c2-12 and pursuant to any authorizing resolution, indenture, pledge agreement, loan document, and/or any other document related to the issuance of any general or special obligation bonds, revenue bonds, loans from financial institutions or other multiple fiscal year obligations by the Districts and any refundings thereof, including District No. 1's Limited Tax General Obligation Bonds, Series 2022A-1 and General Obligation Convertible Capital Appreciation Bonds, Series 2022A-2.

11. The Boards direct the Districts' accountant to cause the preparation of and to file with the Department of Local Affairs the annual public securities report for nonrated public

securities issued by the Districts within sixty (60) days of the close of the fiscal year, as required by Sections 11-58-101 *et seq.*, C.R.S.

12. The Board designates the Secretary of the District as the official custodian of “public records,” as such term is used in Section 24-72-202(2), C.R.S. Public records may also be maintained at the office of Icenogle Seaver Pogue, P.C. and the District Manager’s office.

13. The Boards direct legal counsel to advise them on the requirements of the Fair Campaign Practices Act Section 1-45-101 *et seq.*, C.R.S., when applicable.

14. The Boards direct that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in a paper of general circulation within the boundaries of the Districts, or in the vicinity of the Districts if none is circulated within the Districts including, but not limited to, *Commerce City Sentinel Express*.

15. The Boards determine that each director shall receive compensation for services as directors in accordance with Section 32-1-902(3)(a), C.R.S in the amount of One Hundred Dollars (\$100.00) per meeting. The Board directs the District’s accountant to withhold federal employment taxes from the amount that the directors receive in compensation and to furnish each director with an annual IRS W-2 form.

16. The Boards hereby determine that each member of the Boards shall execute an Affidavit of Qualification of Director at such time the member is either elected or appointed to the Boards. Such forms shall be retained in the Districts’ files. Section 32-1-103(5), C.R.S. sets forth the qualifications required. Pursuant to Section 32-1-901 and Section 24-12-101, C.R.S., the Boards direct legal counsel to prepare, administer and file an oath of office and a certificate of appointment, if applicable, and procure a surety bond for each Director, and to file copies of each with the Adams County Clerk and Recorder, Clerk of the Court, and with the Division.

17. The Boards extend the current indemnification resolutions adopted by the Boards for Districts on January 28, 2021, to allow the resolutions to continue in effect as written.

18. Pursuant to Section 32-1-1101.5, C.R.S., the Boards direct legal counsel to certify the results of special district ballot issue elections to incur general obligation indebtedness by certified mail to the City Council and to file a copy of the certification with the Colorado Division of Securities within forty-five (45) days after the election. Furthermore, whenever the Districts authorize or incur a general obligation debt, the Boards authorize legal counsel to record notice of such action and a description of such debt, in a form prescribed by the Division, in the Adams County Clerk and Recorder’s office within thirty (30) days after authorizing or incurring the debt in accordance with Section 32-1-1604, C.R.S. Furthermore, whenever the Districts incur general obligation debt, the Boards direct legal counsel to submit a copy of the recorded notice to the City Council within thirty (30) days after incurring the debt in accordance with Section 32-1-1101.5(1), C.R.S.

19. The Boards direct legal counsel to prepare and file an application for a quinquennial finding of reasonable diligence with the City Council, if requested, in accordance with Section 32-1-1101.5(1.5) & (2), C.R.S.

20. The Boards direct legal counsel to prepare and file the special district annual report in accordance with the Districts' Service Plan and Section 32-1-207(3)(c), C.R.S.

21. The Boards have determined that, when applicable, legal counsel will file conflicts of interest disclosures provided by the Boards' members with the Colorado Secretary of State seventy-two (72) hours prior to each meeting of the Boards, in accordance with Sections 32-1-902(3)(b) and 18-8-308, C.R.S. Annually, legal counsel shall request that the Boards' members submit updated information regarding actual or potential conflicts of interest. Additionally, at the beginning of every term, legal counsel shall request that the Boards' members submit information regarding actual or potential conflicts of interest.

22. The Districts are currently members of the Special District Association ("SDA") and are insured through the Colorado Special Districts Property and Liability Pool. The Boards direct the Districts' Manager to pay the annual SDA membership dues and insurance premiums in a timely manner. The Boards and the Districts' Manager will biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

23. The Boards have reviewed the minutes from the October 27, 2022, January 26, 2023, April 4, 2023, and September 5, 2023 meetings of the Boards, which minutes are attached hereto as **Exhibit A**. The Boards, being fully advised of the premises, hereby ratify and affirm each and every action of the Boards taken at said meetings.

24. Pursuant to Section 24-6-402(2)(d.5)(II)(E), C.R.S., the Boards hereby declare that all electronic recordings of executive sessions shall be retained for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. The Boards further direct the custodian of the electronic recordings of the executive session to systematically delete all such recordings made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90<sup>th</sup>) day after the date of the executive session.

25. Pursuant to Section 32-1-104.5(3)(a), C.R.S., the Boards hereby designate the Districts' official website as <https://www.thirdcreekmetro.org/>. The Boards direct the Districts' Manager, to maintain and update the Districts' official website in compliance with Section 32-1-104.5(3)(a), C.R.S.

26. The Districts hereby acknowledge, agree and declare that the Districts' policy for the deposit of public funds shall be made in accordance with the Public Deposit Protection Act (Section 11-10.5-101 *et seq.*, C.R.S.). As provided therein, the Districts' official custodian may deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository. For purposes of this paragraph, "official custodian" means a designee with plenary authority including control over public funds of a public unit which the official custodian is appointed to serve. The Districts hereby designate the Districts' accountant as its official custodian over public deposits.

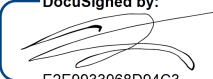
27. The Boards hereby authorize the Districts' Manager to execute, on behalf of the Districts, any and all easement agreements pursuant to which the Districts are accepting or acquiring easements in favor of the Districts.

28. Unless otherwise authorized by the Boards and except for contracts that are publicly bid, the Boards' President or Districts' Project Manager are authorized, but not obligated, to take any contract actions within the Districts' approved budget including, but not limited to, approving task orders, work orders, and change orders. All actions taken by the Boards' President and/or the Project Manager shall be ratified by the Boards at the next meeting of the Boards.

(Signatures Begin Next Page)

ADOPTED AND APPROVED THIS 26TH DAY OF OCTOBER, 2023.

THIRD CREEK METROPOLITAN DISTRICT NO. 1 AND 3

By:   
E2E9933968D94C3...  
Steven R. Schrenger, President

*Signature Page to Third Creek Metropolitan District Nos. 1 and 3  
2024 Annual Administrative Matters Resolution*

**EXHIBIT A**

**Minutes from the  
October 27, 2022  
January 26, 2023  
April 4, 2023  
September 5, 2023  
Meetings of the Boards**

RECORD OF PROCEEDINGS

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MINUTES OF A JOINT REGULAR MEETING  
OF THE BOARDS OF DIRECTORS OF THE  
THIRD CREEK METROPOLITAN DISTRICT NOS. 1 & 3  
HELD  
OCTOBER 27, 2022

A joint regular meeting of the Boards of Directors of the Third Creek Metropolitan District Nos. 1 and 3 (referred to hereafter as the “Boards”) was convened on Thursday, October 27, 2022, at 10:00 a.m. The meeting was open to the public. The meeting was held via Microsoft Teams Video teleconference.

ATTENDANCE

**In Attendance were Directors:**

Conan Blakemore, Treasurer  
Mary Elizabeth Vaught; Secretary  
Hannah Abad, Assistant Secretary  
Steven Schrenger, Assistant Secretary

Director Allison Foster was absent and excused.

**Also, in Attendance were:**

Lisa Johnson, Shauna D’Amato, Susan Agema and Gigi Pangindian;  
CliftonLarsonAllen LLP (“CLA”)  
Anna Wool, Esq.; Icenogle Seaver Pogue, P.C.  
Rory Blakemore; Cowley Companies

ADMINISTRATIVE  
MATTERS

**Call to Order and Agenda:** The meeting was called to order. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards excused the absence of Director Foster.

Following review, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

**Disclosures of Potential Conflicts of Interest:** Attorney Wool discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Wool that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.



## RECORD OF PROCEEDINGS

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**Quorum, Location of Meeting and Posting of Meeting Notices:** The presence of a quorum was confirmed. The Boards determined to conduct this meeting via Microsoft Teams. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries.

**Public Comment:** None.

**Insurance Renewal:** Following discussion, upon a motion duly made by Director Vaught, seconded by Director Schrenger and, upon vote, unanimously carried, the Boards approved the renewal of insurance for 2023, as presented.

### CONSENT AGENDA

**July 28, 2022 Regular Meeting Minutes:**

**2023 Annual Administrative Matters Resolution:**

**2023 Meeting Resolution:**

**Resolution Calling a Regular Election for Directors on May 2, 2023, DEO and DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election:**

Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards approved the consent agenda items, as presented.

### FINANCIAL MATTERS

**September 30, 2022 Unaudited Financial Statements:** Ms. Agema presented the Unaudited Financial Statements to the Board. Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board accepted the September 30, 2022, Unaudited Financial Statements, as presented.

**Claims for District No. 1:** Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board ratified and/or approved the claims in the amount of \$43,286.52, as presented.

**District Eligible Costs for District No. 1:** There was nothing to present at this time.

**Public Hearing on the Proposed 2023 Budgets and Adoption of Resolution to Adopt the 2023 Budgets and Appropriate Sums of Money:** The Boards opened the public hearing to consider the proposed 2023 Budgets for District Nos. 1 and 3 at 10:16 a.m.

## RECORD OF PROCEEDINGS

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It was noted that Notice stating that the Boards would consider adoption of the 2023 Budgets and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 10:17.

Ms. Pangindian presented the 2023 budgets to the Boards. The mill levies for the General Fund of District No. 1 are 36.362 and the mill levies for the Debt Service Fund of District No. 1 are 30.023 for a total mill levy of 66.385. The mill levies for the General Fund of District No. 3 are 66.353. District No. 3 does not have a Debt Service Fund mill levy.

Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards approved the 2023 Budgets and adopted the Resolutions to Adopt the 2023 Budgets and Appropriate Sums of Money, as presented.

**Board Secretary and/or General Counsel to Sign the DLG 70 Certification of Tax Levies:** Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards appointed the Districts' General Counsel Alan Pogue to execute the DLG 70 Certification of Tax Levies.

**Engagement Letter with BiggsKofford, P.C. to Prepare the 2022 Audit for District No. 1:** Following review, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the District No. 1 Board approved the engagement letter with BiggsKofford, P.C. to prepare the 2022 Audit.

### LEGAL MATTERS

**Partial Termination of Intergovernmental Agreement (IGA) Concerning District Operations:** Attorney Wool presented the partial termination of the IGA to the Boards. Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards approved the Partial Termination of the IGA Concerning District Operations, as presented.

**2022 Funding and Reimbursement Agreement between District No. 1 and Cowley Management, LLC, and Issuance of Subordinate Promissory Note for Operation Advances:** Attorney Wool presented the agreement to the Board. Following discussion, upon a motion duly made by Director Schrenger, seconded by

RECORD OF PROCEEDINGS

Director Abad and, upon vote, unanimously carried, the District No. 1 Board approved the 2022 Funding and Reimbursement Agreement between District No. 1 and Cowley Management, LLC and the issuance of a Subordinate Promissory Note for operation advances, as presented.

**Amended and Restated Improvement Acquisition, Advance and Reimbursement Agreement between District No. 1 and Cowley Management, LLC:** Attorney Wool presented the amended and restated agreement to the Board. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board approved the Amended and Restated Improvement Acquisition, Advance and Reimbursement Agreement between District No. 1 and Cowley Management, LLC.

MANAGER MATTERS

**CliftonLarsonAllen LLP Statements of Work for 2023:** Following review and discussion, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards approved the CliftonLarsonAllen LLP Statements of Work for 2023, as presented.

**Rate of Renewal for Website Hosting and Domain:** Ms. Johnson reviewed the website renewal options with the Boards. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards directed CLA to renew the website hosting and domain for three years.

**Other:** None.

DIRECTORS’ MATTERS

**Other:** None.

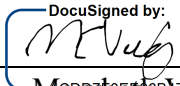
OTHER MATTERS

**Other:** None.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards adjourned the meeting at 10:52 a.m.

Respectfully submitted,

By:  \_\_\_\_\_  
Marybeth Vaught, Secretary

**Certificate Of Completion**

Envelope Id: 0EA614CBC4564639864549A34270332A	Status: Completed
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Client Name: Third Creek Metro District No. 1	
Client Number: A140162	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Natalie.Herschberg@claconnect.com
	IP Address: 65.59.88.254

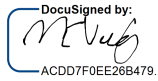
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**Signer Events**

Mary Vaught  
 mbvaught@aol.com  
 Secretary  
 Security Level: Email, Account Authentication (None)

**Signature**



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Signature Adoption: Drawn on Device  
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 Signed using mobile

**Timestamp**

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**In Person Signer Events**

**Signature**

**Timestamp**

**Editor Delivery Events**

**Status**

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**Agent Delivery Events**

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**Intermediary Delivery Events**

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**Certified Delivery Events**

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**Timestamp**

Records Team  
 sdrecordsretention@claconnect.com  
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**Witness Events**

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**Notary Events**

**Signature**

**Timestamp**

**Envelope Summary Events**

**Status**

**Timestamps**

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**Payment Events**

**Status**

**Timestamps**

**Electronic Record and Signature Disclosure**

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From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

**How to contact CliftonLarsonAllen LLP:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com)

**To advise CliftonLarsonAllen LLP of your new email address**

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

**To request paper copies from CliftonLarsonAllen LLP**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

**To withdraw your consent with CliftonLarsonAllen LLP**

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

### **Required hardware and software**

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

### **Acknowledging your access and consent to receive and sign documents electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

By selecting the check-box next to 'I agree to use electronic records and signatures', you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.



RECORD OF PROCEEDINGS

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MINUTES OF A JOINT REGULAR MEETING  
OF THE BOARDS OF DIRECTORS OF THE  
THIRD CREEK METROPOLITAN DISTRICT NOS. 1 & 3  
HELD  
JANUARY 26, 2023

A joint regular meeting of the Boards of Directors of the Third Creek Metropolitan District Nos. 1 and 3 (referred to hereafter as the “Boards”) was convened on Thursday, January 26, 2023, at 10:00 a.m. The meeting was open to the public. The meeting was held via Microsoft Teams Video teleconference and at Starbucks, 10339 Tower Road, Commerce City, CO 80022.

ATTENDANCE

**In Attendance were Directors:**

Conan Blakemore, Treasurer  
Mary Elizabeth Vaught; Secretary  
Hannah Abad, Assistant Secretary  
Steven Schrenger, Assistant Secretary

Director Allison Foster was absent and excused.

**Also, in Attendance were:**

Lisa Johnson, Shauna D’Amato (in person), Susan Agema and Gigi Pangindian; CliftonLarsonAllen LLP (“CLA”)  
Anna Wool, Esq.; Icenogle Seaver Pogue, P.C.  
Rory Blakemore; Cowley Companies

ADMINISTRATIVE  
MATTERS

**Call to Order and Agenda:** The meeting was called to order. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards approved the agenda, as presented, and excused the absence of Director Foster.

**Disclosures of Potential Conflicts of Interest:** Attorney Wool discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Wool that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

**Quorum, Location of Meeting and Posting of Meeting Notices:** The presence of a quorum was confirmed. The Boards determined to conduct this meeting via Microsoft Teams and at Starbucks, 10339

RECORD OF PROCEEDINGS

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Tower Road, Commerce City, CO 80022. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries.

**Public Comment:** None.

CONSENT AGENDA

**October 27, 2022 Regular Meeting Minutes:**

Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards approved the consent agenda items, as presented.

FINANCIAL MATTERS

**Claims for District No. 1:** Ms. Agema presented the claims to the Board. Following review, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the District No. 1 Board ratified and/or approved the claims in the amount of \$44,406.62, as presented.

**District Eligible Costs for District No. 1:** Ms. Agema presented the Developer Cost Requisition Nos. 3-5 to the Board. Ms. Wool explained the reimbursement agreement with Cowley Co. and the steps to process a reimbursement.

Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the District No. 1 Board accepted the District Eligible Cost Requisition Nos. 3-5, subject to receipt of the application from Cowley Co. and receipt of the cost verification report from IDES and CLA.

**December 31, 2022 Unaudited Financial Statements:** Ms. Agema presented the Unaudited Financial Statements to the Board. Following review, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the District No. 1 Board accepted the December 31, 2022, Unaudited Financial Statements, as presented.

LEGAL MATTERS

**First Amendment to Agreement Concerning Construction of Offsite Public Improvements:** Ms. Wool presented the amendment to the Board. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board approved the First Amendment to the Agreement Concerning Construction of Offsite Public Improvements, subject to final review by legal counsel.

RECORD OF PROCEEDINGS

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**Other:** None.

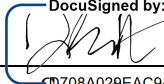
MANAGER MATTERS **Other:** None.

DIRECTORS'  
MATTERS **Other:** None.

OTHER MATTERS **Other:** Mr. Blakemore provided a brief update regarding the status of development to the Boards.

ADJOURNMENT There being no further business to come before the Boards at this time, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards adjourned the meeting at 10:28 a.m.

Respectfully submitted,

By:  \_\_\_\_\_  
DocuSigned by:  
Secretary  
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Envelopeld Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Natalie.Herschberg@claconnect.com
	IP Address: 73.153.120.72

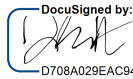
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Hannah Abad  
hannahmoran@me.com  
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**Signature**

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**Status**

**Timestamps**

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ii. send us an email to [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

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- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.



RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
THIRD CREEK METROPOLITAN DISTRICT NO. 1  
HELD  
APRIL 4, 2023

A special meeting of the Board of Directors of the Third Creek Metropolitan District No. 1 (referred to hereafter as the “Board”) was convened on Tuesday, April 4, 2023, at 2:00 p.m. The meeting was open to the public. The meeting was held via Microsoft Teams Video teleconference.

ATTENDANCE

**In Attendance were Directors:**

Conan Blakemore, Treasurer  
Mary Elizabeth Vaught; Secretary  
Hannah Abad, Assistant Secretary  
Steven Schrenger, Assistant Secretary

Director Allison Foster was absent and excused.

**Also, in Attendance were:**

Lisa Johnson, Shauna D’Amato and Gigi Pangindian;  
CliftonLarsonAllen LLP (“CLA”)  
Anna Wool, Esq.; Icenogle Seaver Pogue, P.C.  
Rory Blakemore; Cowley Companies

ADMINISTRATIVE  
MATTERS

**Call to Order and Agenda:** The meeting was called to order at 2:00 p.m. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Board excused the absence of Director Foster.

**Disclosures of Potential Conflicts of Interest:** Attorney Wool discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Wool that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

RECORD OF PROCEEDINGS

**Quorum, Location of Meeting and Posting of Meeting Notices:** The presence of a quorum was confirmed. The Boards determined to conduct this meeting via Microsoft Teams. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries.

**Public Comment:** None.

CONSENT AGENDA

**January 26, 2023 Regular Meeting Minutes:**

Following review, upon a motion duly made by Director Schrenger, seconded by Director Vaught and, upon vote, unanimously carried, the Boards approved the consent agenda item, as presented.

FINANCIAL MATTERS

**Resolution Accepting District Eligible Costs Incurred by Cowley Management, LLC Pursuant to the Amended and Restated Improvement Acquisition, Advance and Reimbursement Agreement:** Ms. Pangindian presented the Resolution to the Board. Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Board adopted the Resolution Accepting District Eligible Costs Incurred by Cowley Management, LLC Pursuant to the Amended and Restated Improvement Acquisition, Advance and Reimbursement Agreement, as presented.

LEGAL MATTERS

**Other:** None.

MANAGER MATTERS

**Other:** None.

DIRECTORS' MATTERS

**Other:** None.


OTHER MATTERS

**Other:** None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Board adjourned the meeting at 2:13 p.m.

Respectfully submitted,

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By:   
Secretary

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Natalie Herschberg

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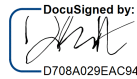
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**Signer Events**

Hannah Abad

hannahmoran@me.com

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Signature Adoption: Drawn on Device

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9/8/2023 2:06:52 PM

Signing Complete

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RECORD OF PROCEEDINGS

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MINUTES OF A JOINT SPECIAL MEETING  
OF THE BOARDS OF DIRECTORS OF THE  
THIRD CREEK METROPOLITAN DISTRICT NOS. 1 & 3  
HELD  
SEPTEMBER 5, 2023

A joint special meeting of the Boards of Directors of the Third Creek Metropolitan District Nos. 1 and 3 (referred to hereafter as the “Boards”) was convened on Tuesday, September 5, 2023, at 1:00 p.m. The meeting was open to the public. The meeting was held via Microsoft Teams Video teleconference and at Starbucks, 10339 Tower Road, Commerce City, CO 80022.

ATTENDANCE

**In Attendance were Directors:**

Steven Schrenger, President  
Hannah Abad, Secretary

Conan Blakemore, Treasurer, was absent and excused.

**Also, in Attendance were:**

Lisa Johnson, Alex Clem, Nichole Kirkpatrick and Gigi Pangindian;  
CliftonLarsonAllen LLP (“CLA”)  
Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.  
Rory Blakemore; Cowley Companies

ADMINISTRATIVE  
MATTERS

**Call to Order and Agenda:** The meeting was called to order. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards approved the agenda, as amended, and excused the absence of Director Blakemore.

**Disclosures of Potential Conflicts of Interest:** Attorney Pogue discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

**Quorum, Location of Meeting and Posting of Meeting Notices:** The presence of a quorum was confirmed. The Boards determined to conduct this meeting via Microsoft Teams and at Starbucks, 10339 Tower Road, Commerce City, CO 80022. The Boards further noted that notice providing the time, date and video link information was duly



RECORD OF PROCEEDINGS

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posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries.

**May 2, 2023 Election Results:** Ms. Johnson reviewed the results of the May 2, 2023 election with the Boards, noting that Director Abad and Marybeth Vaught were elected to serve four-year terms until May 2027, however, Ms. Vaught did not complete her oath of office by the required deadline and is therefore not serving on the Boards at this time.

**Vacancies on the Boards:** The Boards discussed the two vacancies on the Boards, noting that there are no interested eligible electors at this time.

**Appointment of Officers:** Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Board appointed the following slate of officers:

President: Steven Schrenger  
Secretary: Hannah Abad  
Treasurer: Conan Blakemore

**Public Comment:** None.

CONSENT AGENDA

**[District No. 1] April 4, 2023 Special Meeting Minutes:**  
**[District No. 3] January 16, 2023 Special Meeting Minutes:**  
**Resolution Accepting District Eligible Costs Incurred by Cowley Management, LLC Pursuant to the Amended and Restated Improvement Acquisition, Advance and Reimbursement Agreement in the amount of \$316,977.52:**

Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards approved the consent agenda items, as presented.

FINANCIAL MATTERS

**[District No. 1] Claims:** Ms. Kirkpatrick presented the claims to the Board. Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board ratified and/or approved the claims in the amount of \$65,625.15, as presented.

**[District No. 1] June 30, 2023 Unaudited Financial Statements:** Ms. Kirkpatrick presented the Unaudited Financial Statements to the Board. Following review, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously

RECORD OF PROCEEDINGS

carried, the District No. 1 Board accepted the June 30, 2023, Unaudited Financial Statements, as presented.

**District No. 1 Public Hearing to Consider Amendment of the 2022 Budget. Adoption of Resolution to Amend the 2022 Budget:**

Ms. Johnson opened the public hearing to consider amendment of the 2022 Budget at 1:13 p.m.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Kirkpatrick presented the resolution and amendment to the Board. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board approved amending the 2022 Budget and adopted the Resolution to Amend the 2022 Budget.

**District No. 1 2022 Audit:** Ms. Pangindian presented the 2022 audit to the Board. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board accepted the 2022 Audit subject to the receipt of a clean opinion by the auditor, review by legal counsel and final Board review and authorized the execution of the management representation letter.

**Transaction Resolving Obligations of District No. 2 for Operations Expenses pursuant to Master IGA:**

Ms. Pangindian presented the transaction to the Board. Following discussion, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the District No. 1 Board acknowledged the transaction resolving obligations of District No. 2 for operations expenses pursuant to the Master IGA.

LEGAL MATTERS None.

MANAGER MATTERS None.

DIRECTORS' MATTERS None.

RECORD OF PROCEEDINGS

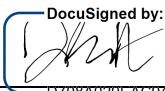
OTHER MATTERS

**Scheduling of Annual Meetings:** Following discussion, the Boards determined to hold joint annual meetings on October 26, 2023 at 10:00 a.m. and then hold the joint Board meetings at 10:15 a.m.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Schrenger, seconded by Director Abad and, upon vote, unanimously carried, the Boards adjourned the meeting at 1:37 p.m.

Respectfully submitted,

By:  \_\_\_\_\_  
Hannah Abad, Secretary

**Certificate Of Completion**

Envelope Id: 8CC4D732BFC2408192A860A633664D9E	Status: Completed
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Client Number: A140162	
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	Minneapolis, MN 55402-1418
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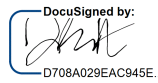
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Hannah Abad  
hannahmoran@me.com  
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**Envelope Summary Events**

**Status**

**Timestamps**

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