

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 3  
HELD  
JULY 23, 2020**

A special meeting of the Board of Directors of the Banning Lewis Ranch Metropolitan District No. 3 (referred to hereafter as the "Board") was held on July 23, 2020 at 1:00 p.m. via video conference: Phone Number: 1-720-547-5281; Participant Code: 273-654-273#. The meeting was open to the public.

Attendance

Directors in attendance were:

Floyd Petty  
Raymond Marshall  
Alan Hoekman  
Michael Brotten

Also in attendance were:

Josh Miller, Chelsea Gondeck, Kimbrie Garcia, & Carrie Bartow; CliftonLarsonAllen LLP  
Pat Hrbacek; Spencer Fane LLP  
Mike Sullivan & Mike Ryan; D.A. Davidson

Call to Order/  
Approve Agenda

Director Marshall called the meeting to order at 1:05 p.m.

Upon a motion duly made by Director Petty, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the agenda with the addition of item 5.A. Review and Consider Approval of 2019 Audit.

Confirm  
Quorum/Disclosure of  
Potential Conflicts of  
Interest  
Election of Officers

All Directors are homeowners in the District. There were no conflicts of interest related to specific agenda items on the agenda.

Following discussion, upon a motion duly made by Director Hoekman, seconded by Director Marshall and, upon vote, unanimously carried, the Board approved the below slate of officers:

Michael Brotten, Secretary/Treasurer  
Floyd Petty, President  
Alan Hoekman, Assistant Secretary  
Raymond Marshall, Assistant Secretary

Consent Agenda

- A. Review and Consider Approval of Minutes of the April 23, 2020 Special Meeting
- B. Review and Consider Acceptance of Cash Position and Supplemental Schedules

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C. Review, Ratify and Approve Claims

Upon a motion duly made by Director Petty, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the consent agenda as presented.

Financial Matters

A. Review and Consider Approval of 2019 Audit

Ms. Bartow reviewed the 2019 audit with the Board. Upon a motion duly made by Director Petty, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the 2019 audit subject to an unqualified auditor opinion.

B. Other

Discussion ensued on banking documents the Board will have to provide in order to become signers.

Community  
Comments

None.

Manager Matters

A. Eagle Scout Project Update

Mr. Miller provided the Board an update on the operations during Covid-19 conditions and the installation of new dog waste stations.

B. Discussion of Capital Improvement Priorities and Funding

Discussion ensued on funding capital improvements projects such as the removal of tree stakes, additional trash cans, lights at the mailboxes, and the cooperation agreement with District No. 1.

C. Other

None.

Attorney Matters

A. Discuss and Consider Possible Debt Re-Financing Transaction

Mr. Hrbacek discussed the option for the Board to re-finance debt for a cost savings.

D.A. Davidson reviewed a presentation on the debt re-financing with the Board.

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Discussion ensued on the next steps, no formal action was taken by the Board.

B. Discuss Director Communication Protocols

Mr. Hrbacek reviewed Director communication protocols with the Board.

C. Other

None.

Director Matters

A. Discuss Vacancies of the Board of Directors

The Board Discussed vacancies on the Board of Directors. Mr. Hrbacek informed the Board that Lindsey (Marrinan-Levy) was interested in joining the Board.

B. Consider Appointment of New Director and Administer Oath of Office

Following discussion, upon a motion duly made by Director Brotten, seconded by Director Marshall and, upon vote, unanimously carried, the Board appointed Director Marrinan-Levy to the Board.

C. Other

None.

Other Business

A. Confirm Quorum for Next Meeting Date – October 22, 2020

The Board confirmed quorum for the next regular meeting.

Adjournment

With no further items to come before the Board, upon a motion duly made by Director Brotten, seconded by Director Marshall and, upon vote, unanimously carried, the Board adjourned the meeting at 2:35 p.m.

Respectfully submitted,

DocuSigned by:

*Michael Brotten*

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Secretary for the Meeting

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 Security Level: Email, Account Authentication (None)

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