

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 3
(THE "DISTRICT")
HELD
NOVEMBER 11, 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 convened on Wednesday, November 11, 2020, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

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

Absent Excused:

Lindsay Marrinan-Levy, Assistant Secretary

Also, In Attendance Were:

Pat Hrbacek, Esq.; Spencer Fane, LLP.
Josh Miller, Chelsea Gondeck, Carrie Bartow, Cristen VanNierkerk, & Seef Le Roux; CliftonLarsonAllen LLP
Tiffany Leichman, Sherman & Howard
Mike Sullivan, D.A. Davidson

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda:

Director Petty called the meeting to order at 11:04 a.m.

Following discussion upon a motion duly made by Director Petty, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the agenda as presented and excused Director Marrinan-Levy.

Declaration of Quorum/Director Qualifications/Disclosure Items:

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

Community Comments:

None.

Minutes from the October 22, 2020 Special Board Meeting:

RECORD OF PROCEEDINGS

Upon a motion duly made by Director Marshall, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the minutes from October 22, 2020 as presented.

FINANCIAL MATTERS

Discuss and Consider Approval of Issuance of, and Approval of Authorization Resolution for Final Determination to Issue, General Obligation Limited Tax Refunding Bonds, Series 2020, in the aggregate principal amount not to exceed \$11,000,000; including execution, issuance, and delivery of documents necessary to complete the Bond transaction, Indenture, Bond Purchase Agreement, and related documents: Ms. Leichman reviewed the bond documents with the Board. Following discussion, upon a motion duly made by Director Petty, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the issuance of, and approval of Authorization Resolution for Final Determination to Issue, General Obligation Limited Tax Refunding Bonds, Series 2020, in the aggregate principal amount not to exceed \$11,000,000; including execution, issuance, and delivery of documents necessary to complete the Bond transaction, Indenture, Bond Purchase Agreement, and related documents.

LEGAL MATTERS

Discuss Receipt of Notice of Resignation from Board of Directors and Resulting Board Vacancy: Attorney Hrbacek noted Director Alan Hoekman's resignation from the Board.

MANAGER MATTERS

Other: None.


OTHER BUSINESS

Confirm Quorum for the Next Regular Meeting:
The quorum was not confirmed at this time.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Petty, seconded by Director Marshall and, upon vote, unanimously carried, the meeting was adjourned at 11:32 a.m.

Respectfully submitted,

By 
 DocuSigned by:
Michael Brotten
GD18A087E14040D...
Secretary for the Meeting

Certificate Of Completion

Envelope Id: A61F290F25AE46AB95157CF8A8F02840	Status: Completed
Subject: 11-11-20 Meeting Minutes. (BLR3)	
Client Name: BLR	
Client Number: 43190	
Source Envelope:	
Document Pages: 2	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelope Stamping: Enabled	Kimbrie Garcia
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Kimbrie.Garcia@claconnect.com
	IP Address: 50.203.28.42

Record Tracking

Status: Original	Holder: Kimbrie Garcia	Location: DocuSign
2/8/2021 1:57:55 PM	Kimbrie.Garcia@claconnect.com	

Signer Events

Michael Brotten
 MichaelBBLR@gmail.com
 Secretary / Treasurer
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 CD18A087E14040D...
 Signature Adoption: Pre-selected Style
 Using IP Address: 24.9.254.43

Timestamp

Sent: 2/8/2021 1:59:14 PM
 Viewed: 2/9/2021 10:16:07 AM
 Signed: 2/9/2021 10:16:18 AM

Electronic Record and Signature Disclosure:
 Accepted: 10/26/2020 3:19:02 PM
 ID: 0860af1c-f1e7-437a-bbcd-62bd8e4f67a3

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	2/8/2021 1:59:14 PM
Certified Delivered	Security Checked	2/9/2021 10:16:07 AM
Signing Complete	Security Checked	2/9/2021 10:16:18 AM
Completed	Security Checked	2/9/2021 10:16:18 AM

Payment Events	Status	Timestamps
----------------	--------	------------

Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

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

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 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 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 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.