

MINUTES OF THE JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS

ERIE COMMONS METROPOLITAN DISTRICT NOS. 1 AND 2

Held: April 25, 2019, at 11:30 A.M., at 2500 Arapahoe Avenue,
Suite 220, Boulder, Colorado.

Attendance/Qualification

A joint regular meeting of the Boards of Directors of Erie Commons Metropolitan District Nos. 1 and 2 was held as shown above and in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualification to serve on the Boards, were in attendance:

For District No. 1:

Jon R. Lee
Jessica Brothers
Steve Rane

For District No. 2:

Jon R. Lee
Jessica Brothers
Steve Rane
William "Tripp" Martin
Kelly Farmer

Also present for the District: K. Sean Allen, Esq., White, Bear, Ankele, Tanaka & Waldron, Attorneys at Law, District general counsel; Malcolm Fleming, Town of Erie Manager and members of the public and commercial property owners.

Combined Meeting

The Boards of Directors of the Districts have determined to hold a joint meeting of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Call to Order/Quorum

It was noted that a quorum of the Districts' Boards were present and called the meeting to order.

Disclosure Matters

Mr. Allen advised the Boards that, pursuant to Colorado law, certain disclosures by the Directors may be required prior to taking official action at the meeting. The agenda for the meeting was reviewed, following which each Director confirmed that nothing appeared on the agenda for which disclosure certificates

had not been filed. The disclosure certificates, having been reviewed by the relevant Directors, were made part of the official minutes of the meeting by reference. The Boards determined that participation by the Directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

Approval of Agenda

The Directors reviewed the agenda. Following discussion, upon motion duly made by Director Brothers and seconded by Directors Lee, the Board approved the agenda for District No. 1. Upon motion duly made by Director Martin and seconded by Directors Brothers, the Board approved the agenda for District No. 2.

Approval of Minutes

The joint minutes from the October 25, 2018, meeting were submitted for approval. A motion was made by Director Brothers and seconded by Director Rane, to approve the minutes for District No. 1 as presented. The motion passed. A motion was made by Director Martin, and seconded by Director Rane, to approve the minutes for District No. 2 as presented. The motion passed.

Public
Comment/Commercial
Property Owners Association
and Landscape Maintenance

Mr. and Mrs. Skelly summarized concern about commercial area landscape and maintenance for the commercial areas encompassing approximately 21 acres. It was noted that the hospital performs its own landscape maintenance. It was noted that Colorado Development Group owns commercial property and has hired the HOA for landscape maintenance on its property. However, there are some commercial areas that have not been maintained by their commercial owners since the HOA no longer was able to maintain such areas and the commercial owners, via a commercial owners association, are required to do their own maintenance.

Discuss Potential District
Re-Structure/Creation of
Commercial District by
Organization and TABOR
Election by Eligible
Voters/Service Plan
Amendment

Discussion about creation of a new metropolitan district covering the commercial areas and using property tax revenues and district fees to fund the commercial common area landscape needs (ex. irrigation, parking lot, lights, snow plowing, trash removal, landscape etc.). Mr. Flemming stated that he attended the meeting so that he could get an understanding on behalf of the Town of Erie of the specific issues and concerns that the commercial property owners are struggling to overcome. The Boards determined to pursue the District restructure, creation of commercial District, TABOR election by eligible voters and a service plan amendment for District No. 2 to allow for a debt refinance.

Financial Matters

Financial Statements and Payables

Mr. Rane presented the financial statements dated March 31, 2019 and payables for District No. 1. Following Discussion, upon motion duly made by Director Brothers and seconded by Director Lee, the Board unanimously accepted the financial statements and ratified the payables.

Mr. Rane presented the financial statements dated March 31, 2019 for District No. 2. Following Discussion, upon motion duly made by Director Martin and seconded by Director Brothers, the Board unanimously accepted the financial statements.

2018 Audits

Mr. Rane presented the 2018 audit for District No. 1. Following Discussion, upon motion duly made by Director Brothers and seconded by Director Lee, the Board unanimously approved the 2018 audit.

Mr. Rane presented the 2018 audit for District No. 2. Following Discussion, upon motion duly made by Director Martin and seconded by Director Brothers, the Board unanimously approved the approved the 2018 audit.

2019 Accounting and Construction Management Hourly Rates

Mr. Rane reviewed the 2019 accounting and construction management hourly rates with District No. 1. Following discussion, upon motion duly made by Director Lee and seconded by Director Brothers, the Board unanimously approved the accounting and construction management hourly rates.

General Matters

2019 Annual Administrative Resolution

Mr. Allen presented the 2019 annual administrative resolution to the Boards. Following discussion, upon motion duly made by Director Lee and seconded by Director Rane, the Boards unanimously adopted the resolution.

Next Regular Meeting

The next meeting of the Boards of Directors will be held on October 24, 2019.

Adjournment

There being no further business to come before the Boards, and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

The foregoing minutes were approved by the Boards of Directors on October 24, 2019, and constitute a true and correct copy of the minutes of the above-referenced meeting.

A handwritten signature in black ink, appearing to be "S. K.", written over a horizontal line.

Secretary for the Meeting