

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS  
OF CASTLE OAKS METROPOLITAN DISTRICT NOS. 3

Held: Monday, July 29, 2019, at 9:00 a.m. at  
385 Inverness Parkway, Suite 310, Englewood, Colorado.

**Attendance**

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Craig Campbell  
Christian Matt Janke

Tom Morton was absent. All absences are deemed excused unless a contrary notation is recorded in these minutes.

Also present were: Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Carole Gaynor, CliftonLarsonAllen, LLP, District Accountant.

**Director Qualification**

The directors in attendance confirmed their qualification to serve.

**Call to Order**

It was noted that a quorum of the Board was present, that the Directors had confirmed their qualification to serve, and therefore Director Campbell called the meeting to order.

**Disclosure Matters**

Ms. Tompkins advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Tompkins noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

**Approval of Agenda**

Ms. Tompkins presented the agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

**Public Comment**

None.

**Consent Agenda**

Following a summary by Ms. Tompkins, the items on the consent agenda were approved by one motion duly made, seconded, and vote unanimously carried.

1. Approval of November 5, 2018 special meeting minutes
2. Approval of 2018 Annual Report

**Legal Matters**

Consider Adoption of Resolution Concerning Online Notice of Regular and Special Meetings

Ms. Tompkins presented the Board with the Resolution Concerning Online Notice of Regular and Special Meetings for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

**Financial Matters**

Financials/Payables

Ms. Gaynor presented the Board with the June 30, 2019 financials and claims payable through June 17, 2019 for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the financials and ratified the claims in the amount of \$34,906.42.

Consider Acceptance of 2018 Audit

Ms. Gaynor presented the Board with the 2018 Audit for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the Audit.

**Discuss Board Vacancies**

Appointment of Director

The Board engaged in a discussion regarding the appointment of a Director to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed Kevin McGlynn to the Board.

Election of Officers

The Board engaged in a discussion regarding the election of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously elected Director McGlynn as Assistant Secretary.

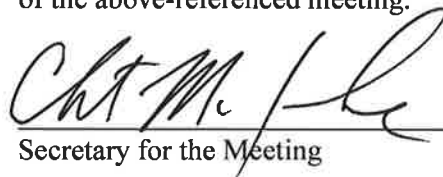
**Other Business**

None.

**Adjournment**

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

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



Secretary for the Meeting