

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE GATEWAY REGIONAL METROPOLITAN DISTRICT HELD MARCH 6, 2019

A Regular Meeting of the Board of Directors (the "Board") of the Gateway Regional Metropolitan District (the "District"), City and County of Denver, Colorado, was duly posted and held on Wednesday, the 6th day of March, 2019 at 12:30 P.M., at the offices of L.C. Fulenwider, Inc., 1125 17<sup>th</sup> Street, Suite 2500, Denver, Colorado. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Mark Throckmorton  
Gregory Berger  
Charles Foster

Following discussion, upon motion duly made by Director Berger, seconded by Director Foster and, upon vote, unanimously carried, the absence of Director Lujan was excused.

#### Also in Attendance:

Lisa A. Johnson; Special District Management Services, Inc.

Nicole Finco, Esq.; Spencer Fane, LLP

Kimberly Johanns, Dean Northey, and Cade Franks; Simmons & Wheeler, P.C.

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Ms. Johnson noted that a quorum was present and requested that members of the Board disclose any potential conflicts of interest with regard to 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 the statute. No new disclosures were made. Ms. Johnson noted that all Directors' Disclosure Statements have been filed.

#### ADMINISTRATIVE MATTERS

Agenda: Ms. Johnson distributed for the Board's review and approval the proposed Agenda for the District's Regular Meeting.

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Following discussion, upon motion duly made by Director Berger, seconded by Director Foster and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Approval of Meeting Location and Confirmation of Posting of Notices:** The Board entered into discussion regarding the requirements of Section 32-2-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Berger, seconded by Director Foster and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the District's boundaries, or within 20 miles from the District's boundaries, to hold this meeting, it was determined to conduct the meeting at the above-stated date, time and location. The Board further noted that notice of this time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries.

**Minutes:** The Board reviewed Minutes of the December 5, 2018 Regular Meeting.

Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Berger and, upon vote, unanimously carried, the Minutes of the December 5, 2018 Regular Meeting were approved.

**Addendum to Management Agreement with Special District Management Services, Inc. ("SDMS"):** The Board discussed an Addendum to the Management Agreement with SDMS.

Following discussion, upon motion duly made by Director Foster, seconded by Director Berger and, upon vote, unanimously carried, the Board approved the Addendum to the Management Agreement with SDMS.

### **FINANCIAL MATTERS**

**Claims:** The Board reviewed and ratified approval of the payment of claims for the periods ending as follows:

	Period Ending Dec. 18, 2018	Period Ending Jan. 17, 2019	Period Ending Feb. 19, 2019
General Fund	\$ 6,330.58	\$ 8,414.35	\$ 8,219.56
Debt Service Fund	\$ 909,935.00	\$ -0-	\$ -0-
Capital Projects	-0-	-0-	-0-
<b>Total Claims</b>	<b>\$ 916,265.58</b>	<b>\$ 8,414.35</b>	<b>\$ 8,219.56</b>

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Following review, upon motion duly made by Director Throckmorton, seconded by Director Berger and, upon vote, unanimously carried, the Board ratified approval of payment of claims as presented.

**Financial Statements:** Ms. Johans reviewed with the Board the unaudited financial statements of the District for the period ending December 31, 2018.

Following review, upon motion duly made by Director Berger, seconded by Director Throckmorton and, upon vote, unanimously carried, the Board approved the unaudited financial statements of the District for the period ending December 31, 2018.

**Status of System Development Fee Payment to City and County of Denver:** Ms. Johans presented an update to the Board on the status of payment to date.

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### **LEGAL MATTERS**

There were no legal matters for discussion at this time.

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### **CAPITAL IMPROVEMENTS/ OPERATIONS MATTERS**

**Service Agreement with BrightView Landscape Services, Inc. for 2019 Landscape Maintenance Services:** The Board reviewed a Service Agreement with BrightView Landscape Services, Inc. for 2019 Landscape Maintenance Services.

Following discussion, upon motion duly made by Director Foster, seconded by Director Berger and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with BrightView Landscape Services, Inc. for Landscape Maintenance Services.

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### **OTHER BUSINESS**

There were no other business matters for discussion at this time.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Throckmorton, seconded by Director Berger and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

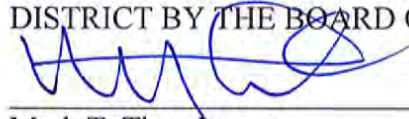
By   
Secretary for the Meeting

2019

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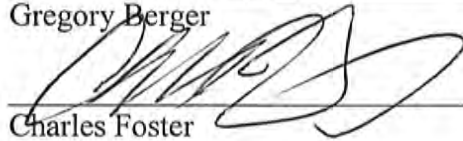
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THESE MINUTES ARE APPROVED AS THE OFFICIAL MARCH 6, 2019  
MEETING MINUTES OF THE GATEWAY REGIONAL METROPOLITAN  
DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:



\_\_\_\_\_  
Mark T. Throckmorton

\_\_\_\_\_  
Gregory Berger



\_\_\_\_\_  
Charles Foster

\_\_\_\_\_  
Marcia Lujan