

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GATEWAY REGIONAL METROPOLITAN DISTRICT HELD JUNE 3, 2020

A Special 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 3rd day of June, 2020 at 12:30 P.M. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by conference call without any individuals (neither District Representative nor the general public) attending in person. The meeting was open to the public via conference call.

ATTENDANCE

Directors In Attendance Were:

Mark Throckmorton
Charles Foster
Gregory Berger

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

Also in Attendance:

Judy Leyshon and Nick Moncada; Special District Management Services, Inc. (“SDMS”)

Tom George, Esq.; Spencer Fane, LLP

Kimberly Johannis; 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. Leyshon 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. Leyshon noted that all Directors’ Disclosure Statements have been filed.

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ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Foster, seconded by Director Throckmorton 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 Foster, seconded by Director Throckmorton and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by conference call without any individuals (neither District Representative nor the general public) attending in person. 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 March 4, 2020 Regular Meeting.

Following discussion, upon motion duly made by Director Foster, seconded by Director Berger and, upon vote, unanimously carried, the Minutes of the March 4, 2020 Regular Meeting were approved, as amended.

Results of May 5, 2020 Regular Election: Ms. Leyshon discussed with the Board the results of the May 5, 2020 Regular Election for Directors ("Election"). It was noted that the Election was cancelled, as permitted by statute and that Director Lujan and Throckmorton were deemed elected to three-year terms ending in 2023.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Foster, seconded by Director Berger and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Mark Throckmorton
Treasurer	Charles Foster
Secretary	Gregory Berger
Assistant Secretary	Marcia Lujan

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Corrected 2020 Annual Administrative Matters Resolution: The Board discussed the Corrected 2020 Annual Administrative Matters Resolution to correct the 2020 meeting dates.

Following discussion, upon motion duly made by Director Berger, seconded by Director Foster and, upon vote, unanimously carried, the Board approved the Corrected 2020 Annual Administrative Matters Resolution to correct the 2020 meeting dates.

FINANCIAL MATTERS

Claims: Ms. Johanns reviewed with the Board and considered ratification of approval of the payment of claims for the periods ending as follows:

Fund	Period Ending Mar. 17, 2020	Period Ending Apr. 15, 2020	Period Ending May 15, 2020
General	\$ 6,772.05	\$ 16,777.08	\$ 8,465.88
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
Total Claims	\$ 6,772.05	\$ 16,777.08	\$ 8,465.88

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. Johanns reviewed with the Board the quarterly unaudited financial statements of the District for the period ending March 31, 2020.

Following review, upon motion duly made by Director Berger, seconded by Director Foster and, upon vote, unanimously carried, the Board accepted the quarterly unaudited financial statements of the District for the period ending March 31, 2020.

Staggered Payments for System Development Fees from Boulder Creek Neighborhoods: Attorney George updated the Board regarding staggered payments to System Development Fees. It was noted that Attorney George is working on the agreement.

2019 Audit: The Board reviewed the 2019 Audit.

Following review and discussion, upon motion duly made by Director Foster, seconded by Director Berger and, upon vote, unanimously carried, the Board ratified approval of the draft 2019 audit.

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LEGAL MATTERS

There were no legal matters for discussion at this time.

**CAPITAL
IMPROVEMENTS/
OPERATIONS
MATTERS**

Landscape Maintenance Fee and Related Matters: Mr. Moncada reported to the Board on the damaged main line and repair.


OTHER BUSINESS

There were no other business matters at this time.

ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting