

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 HELD DECEMBER 20, 2018

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Denargo Market Metropolitan District No. 1 (referred to hereafter as the "District") was held on Tuesday, the 20th day of December, 2018, at 4:00 p.m., at The Marq at RiNo, 2797 Wewatta Way, Denver, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Kate E. Abrams
Donald D. Cabrera
Jason M. Mitchell

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Abrams and, upon vote, unanimously carried, the absences of Directors Wenskoski and Metzger were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Paula Williams, Esq.; McGeady Becher P.C.

Bill Valaika; DAE Group LLC

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 and to the Secretary of State. Attorney Williams noted that disclosures of potential conflicts of interest statements for each of the Directors had been filed with the Secretary of State seventy-two hours in advance of the meeting. Ms. Finn requested that the Directors consider whether they had any additional conflicts of interest to disclose. It was noted for the record that there were no additional disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statutes.

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ADMINISTRATIVE MATTERS

Agenda: Ms. Finn reviewed with the Board a proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Abrams, seconded by Director Cabrera and, upon vote, unanimously carried, the Agenda was approved, as amended.

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

Following discussion, and upon motion duly made by Director Abrams, seconded by Director Cabrera and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the 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 its boundaries. The Board further noted that the location of the special meeting is within a 20-mile radius of the boundaries of the District.

LEGAL MATTERS

Requests from Cypress Advisors: Mr. Valaika addressed the Board concerning various requests from Cypress Real Estate Advisors regarding the construction of a new apartment building that would affect the District's streets, sidewalks and landscaping improvements:

Two Street Cuts in Wewatta for Sanitary Sewer Manholes: Mr. Valaika requested that the Board approve two street cuts in Wewatta for the installation of two sanitary sewer manholes.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Abrams and, upon vote, unanimously carried, the Board approved the two street cuts in Wewatta for installation of sanitary sewer manholes, subject to the District receiving a traffic control plan for Wewatta, the Construction Activity Permit, permit fees, damage deposit, other fees associated with the construction and compliance with the District's Rules and Regulations. It was also noted that Cypress Real Estate Advisors or a Representative must notify the District when the work is being performed so the District has an opportunity to inspect the street cuts and compaction during construction.

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Two Inlets and Accompanying Laterals within Wewatta for Ownership and Maintenance: Mr. Valaika requested that the District accept two inlets and accompanying laterals within Wewatta for ownership and maintenance.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Abrams and, upon vote, unanimously carried, the Board determined to accept the two inlets and accompanying laterals within Wewatta for ownership and maintenance once the construction of the apartment building has been completed, subject to the District receiving a traffic control plan for Wewatta, the Construction Activity Permit, permit fees, damage deposit, other fees associated with the construction and compliance with the District's Rules and Regulations. It was also noted that Cypress Real Estate Advisors will be responsible for the maintenance of the entire inlet within Wewatta during construction and that the District must have the opportunity to inspect the storm drainage improvements during construction and prior to final acceptance.

Street Cut for Private Storm Drainage Improvements: Mr. Valaika requested that the Board approve a street cut for private storm drainage improvement which will not be owned or maintained by the District.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Abrams and, upon vote, unanimously carried, the Board approved a street cut for private storm drainage improvements to be constructed and encumber the District right-of-way, subject to the District receiving a traffic control plan for Wewatta, the Construction Activity Permit, permit fees, damage deposit, other fees associated with the construction and compliance with the District's Rules and Regulations. It was also noted that the Cypress Real Estate Advisors or a Representative must notify the District when the work is being performed so the District has an opportunity to inspect the street cut and compaction during construction.

Letter to the City and County of Denver on the District's Position Concerning the Foregoing Request from Cypress Advisors: The Board entered into discussion regarding providing a letter to the City and County of Denver on its position concerning the foregoing requests from Cypress Real Estate Advisors.

Following discussion, upon motion duly made by Director Abrams, seconded by Director Mitchell and, upon vote, unanimously carried, the Board authorized the District Manager to provide a letter to the City and County of Denver regarding the District's position concerning the foregoing requests from Cypress Real Estate Advisors, subject to attorney review and payment for consultants' time.

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OTHER MATTERS

Site Inspection and Construction Oversight Agreement with Triunity Engineering & Management, Inc. The Board reviewed Change Order No. 2 to the Site Inspection and Construction Oversight Agreement with Triunity Engineering & Management, Inc. to add project management services.

Following review and discussion, upon motion duly made by Director Abrams, seconded by Director Mitchell and, upon vote, carried with Directors Abrams and Mitchell voting "Yes" and Director Cabrera abstaining, the Board approved Change Order No. 2 to the Site Inspection and Construction Oversight Agreement with Triunity Engineering & Management, Inc. to add project management services, at the rate of \$62.00 per hour.

Signage for Leash Laws: Ms. Finn reported to the Board that dog owners are using the park as a dog park and are ignoring leash laws. She also noted that she has received reports from people being bitten by dogs that are off leash and recommended posting leash law signs in the park.

Following review and discussion, upon motion duly made by Director Abrams, seconded by Director Cabrera and, upon vote, unanimously carried, the Board approved posting signage in the park concerning leash laws.


Boundary Map: The Board reviewed a proposal from Aztec Consultants, Inc. to prepare an updated boundary map for Denargo Market Metropolitan District No. 2.

Following discussion, upon motion duly made by Director Abrams, seconded by Director Cabrera and, upon vote, unanimously carried, the Board approved the proposal from Aztec Consultants, Inc. to prepare an updated boundary map for Denargo Market Metropolitan District No. 2, for an amount not to exceed \$800.00.

ADJOURNMENT

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

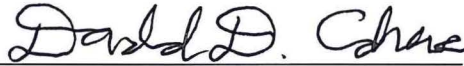
Respectfully submitted,

By: 
Secretary for the Meeting

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THESE MINUTES ARE APPROVED AS THE OFFICIAL DECEMBER 20, 2018 MINUTES OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 BY THE BOARD OF DIRECTORS SIGNING BELOW:

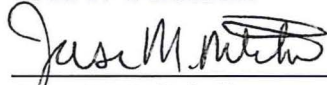
Kate E. Abrams




Donald D. Cabrera



Todd T. Wenskoski



Jason M. Mitchell



Daniel V. Metzger