

MINUTES OF THE SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF

PARKDALE METROPOLITAN DISTRICT
NOS. 1-3

Held: Monday, October 1, 2018, at 11:00 a.m. at 5740
Olde Wadsworth Boulevard, Arvada, Colorado.

Attendance

The special meeting of the Boards of Directors of Parkdale Metropolitan District Nos. 1-3 was called and 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 Board, were in attendance:

Chris Elliott
C. Regan Hauptman
Matt Cavanaugh
Christian M. Janke

Corey Elliott was absent. All Director absences are deemed excused unless otherwise specified.

Also present: Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel and Sarah Hunsche, CliftonLarsonAllen, LLP, District Accountant.

Call to Order

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

**Conflict of Interest
Disclosures**

Ms. Tompkins advised the Boards 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Tompkins noted that a quorum was present and inquired into whether members of the Boards 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 Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Agenda

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

Consider Approval of Minutes from August 2, 2018 Organizational Meeting

Ms. Tompkins presented the Board with the minutes from the August 2, 2018 organizational meeting for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the minutes.

Public Comment

None.

Legal Matters

Annual Administrative Matters

Consider Adoption of 2019 Annual Administrative Resolution

Ms. Tompkins presented the Board with the 2019 Annual Administrative Resolution for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Consider Approval of Special District Disclosure Pursuant to § 32-1-809, C.R.S.

Ms. Tompkins presented the Board with the Special District Disclosure Pursuant to § 32-1-809, C.R.S. for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the disclosure.

Consider Renewal of Property and Liability Coverage and Workers Compensation Coverage for 2019

Ms. Tompkins presented the Board with the Property and Liability Coverage and Workers Compensation Coverage for 2019 for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the coverage.

Conduct Public Hearing on Inclusion of Property Owned by OEO, LLC (District No. 1) - Consider Adoption of Resolution Regarding the Inclusion of Property

Director Janke opened the public hearing for the inclusion of property owned by OEO, LLC into District No. 1. Ms. Tompkins noted that notice for the public hearing was made in accordance with the applicable Colorado statutes. No written objections were received prior to the public hearing. After no public comment was made, the public hearing was closed.

Ms. Tompkins presented the Board of District No. 1 with the

Resolution Regarding the Inclusion of Property for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Discuss Status of First Amendment to Service Plan

The Boards engaged in a discussion regarding the status of the first amendment to the Service Plan. It was noted that legal counsel is working on the amendment. No action was necessary.

Discuss Goodhue Ditch License Agreement

The Boards engaged in a discussion regarding the status of the Goodhue Ditch License Agreement. It was noted that legal counsel is working on the agreement. No action was necessary.

Consider Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services

Ms. Tompkins reviewed the Engagement Letters with White Bear Ankele Tanaka & Waldron with the Boards. Ms. Tompkins noted specifically that the arbitration provision had been revised to make it clear that arbitration applies to this engagement letter as well as any prior engagement with the Districts. Ms. Tompkins also noted and discussed the addition of the representative client list section. Ms. Tompkins stated that she is not independent as to the engagement, the Boards are advised to have separate legal counsel review the engagement letters. The Board declined to engage separate legal counsel to review the letter. After discussion, upon a motion duly and seconded, the Board approved the engagement letter with White Bear Ankele Tanaka & Waldron.

Financial Matters

Conduct 2018 Budget Amendment Hearings and Consider Adoption of Resolutions to Amend 2018 Budgets

It was noted that budget amendments were not needed at this time.

Conduct 2019 Budget Hearings and Consider Adoption of Resolutions to Adopt 2019 Budgets and Set Mill Levies

Director Janke opened the public hearings for the 2019 budgets. Ms. Tompkins noted that notice for the public hearings were made in accordance with the applicable Colorado statutes. No written objections were received prior to the public hearings. After no public comment was made, the public hearings were closed.

Ms. Hunsche presented the proposed 2019 budgets to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the budgets, and each certified 55.277 mills in their General Funds.

The Boards also directed legal counsel and the District's accountant

to certify the Districts' mill levies by December 15, 2018, and to file the 2019 budgets by January 30, 2019.

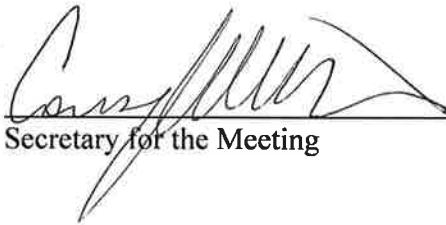
Other Business

None.

Adjournment

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards 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