

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF THE

BENNETT CROSSING METROPOLITAN  
DISTRICT NOS. 1-3

Held: Friday, February 15, 2019, at 10:30 A.M. at 905 West  
124<sup>th</sup> Ave, Suite 200, Westminster, CO 80234

### Attendance

The special meetings of the Boards of Directors of the Bennett Crossing Metropolitan District Nos. 1-3 were called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Boards:

Larry Gayeski  
Michelle Gayeski  
Mark Bush

Absent were Directors Kathleen Rarick and Brandon  
Gayeski

Also present was: Michael Davis, Miller & Associates Law  
Offices, LLC

### Call to Order

Mr. Davis noted that a quorum of the Boards were present and the Directors confirmed their qualification to serve.

### Disclosure Matters

Mr. Davis advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Boards reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Director Larry Gayeski owns property within the boundaries of the Districts. He also disclosed that he has an ownership interest in Gayeski Capital Equities, LLC, an entity that owns or may own real property within the Districts. These disclosures are associated with the approval of items on the agenda that may affect his

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interests.

Director Michelle Gayeski owns property within the boundaries of the Districts. She also disclosed that she has an ownership interest in Gayeski Capital Equities, LLC, an entity that owns or may own real property within the Districts. She further disclosed that she is the trustee for the Brandon Edward Gayeski Irrevocable Trust, which has an ownership interest in Gayeski Capital Equities, LLC, an entity that owns or may own real property within the Districts. These disclosures are associated with the approval of items on the agenda that may affect her interests.

Director Bush owns property within the boundaries of the Districts. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Written disclosures of the interests of all of the directors were filed with the Secretary of State prior to the meetings.

Approval of Minutes –  
September 18, 2018

The minutes for the September 18, 2018 meeting were reviewed by the Boards. Upon motion by Director L. Gayeski and second by Director M. Gayeski, the Board unanimously approved the minutes as presented.

Public Hearing to Consider  
Petition for Inclusion of  
Property into District No. 2,  
and Consider Adoption of a  
Resolution and Order for  
Inclusion of Real Property

Director L. Gayeski opened the public hearing to consider the petition for inclusion of property into the District received from Gayeski Capital Equities, LLC (the “Inclusion Property”). The owner of the 100% of the Inclusion Property was in attendance, and did not object to the inclusion. There being no objections to the inclusion, Director L. Gayeski closed the public hearing. Director Bush moved that the Board approve the resolutions to include the Inclusion Property into the District. A vote was taken and the motion carried.

Other Business

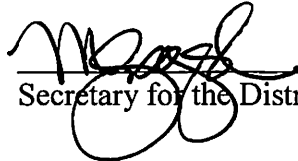
Director L. Gayeski provided an update on the development in District No. 1. Director L. Gayeski further informed the Board that the improvements had been accepted by the city.

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Adjournment

There being no further business to come before the Board, upon motion and second, the Board unanimously adjourned the meeting. The next regular meeting of the Board is scheduled for Tuesday, November 05, 2019 at 11:00 A.M.



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Secretary for the District