

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE INDY OAK TOD METROPOLITAN DISTRICT (THE "DISTRICT") HELD DECEMBER 17, 2018

A special meeting of the Board of Directors of the Indy Oak TOD Metropolitan District (referred to hereafter as the "Board") was convened on Monday, December 17, 2018, at 10:00 a.m., at the offices of Century Communities, 8390 E. Crescent Parkway, Suite 650, Greenwood Village, Colorado 80111. The meeting was open to the public.

Directors in Attendance Were:

Brian Mulqueen
Daniel Galasso

Following discussion, upon motion duly made by Director Galasso seconded by Director Mulqueen and, upon vote, unanimously carried, the absence of Eric Dome was excused.

Also, In Attendance Were:

Lisa A. Johnson; Special District Management Services, Inc. (via speakerphone)

Elisabeth A. Cortese, Esq.; McGeady Becher P.C.

Cynthia Myers, Nick D. Enke; Board Candidates

Brenda Owings and Julie Coleman; Century Communities

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Attorney Cortese discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to 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 statute. It was noted by Attorney Cortese that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

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ADMINISTRATIVE MATTERS

Agenda: Ms. Johnson distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Galasso, seconded by Director Mulqueen 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 Galasso, seconded by Director Mulqueen 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 this 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.

Consideration of Board Appointment After Publication of Notice of Vacancy: It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was made on December 6, 2018 in The Denver Post. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, following discussion and upon motion duly made by Director Galasso, seconded by Director Mulqueen to nominate Nicholas D. Enke and Cynthia Myers to fill the vacant Board terms and, upon vote, unanimously carried, the Board appointed Nicholas D. Enke and Cynthia Myers to fill the vacancies on the Board of Directors. The Oaths of Director were administered.

Appointment of Officers: Following discussion, upon motion duly made by Director Galasso, seconded by Director Mulqueen and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Eric Dome
Treasurer	Brian Mulqueen
Secretary	Lisa A. Johnson
Assistant Secretary	Daniel Galasso
Assistant Secretary	Cynthia Myers
Assistant Secretary	Nicholas D. Enke

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OTHER BUSINESS None.

ADJOURNMENT There being no further business to come before the Board at this time, the meeting was adjourned.


Respectfully submitted,

By 
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL DECEMBER 17, 2018 SPECIAL MEETING MINUTES OF INDY OAK TOD METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:


Eric Dome


Brian Mulqueen


Daniel Galasso


Cynthia Myers

Nick D. Enke