

MINUTES OF A SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

MIDTOWN AT CLEAR CREEK METROPOLITAN
DISTRICT

Held: Wednesday, March 10, 2021 at 6:00 p.m.
Via Zoom Video Conferencing.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors were in attendance:

Matthew Zielinski
Stephen B. Clark
Rachel Williams
Travis Tully

Also present was Eve M.G. Velasco, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District general counsel.

**Call to Order/Declaration of
Quorum**

Director Williams noted that a quorum of each Board was present and therefore called the meeting to order.

Director Disclosures

Ms. Velasco advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Velasco reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Velasco inquired into whether members of the Board 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

The Board reviewed the agenda. Following discussion, upon motion duly made and seconded, the Board approved the agenda.

Public Comment

None.

Discussion of Negotiations Concerning Large Park Parcel in Filing 12.

The Board determined an executive session was not needed and determined to discuss this matter in regular session. The Board discussed the information received from Brookfield regarding the plans for the large Facility Park in Filing 12 in the west side of the District and the potential involvement of Hyland Hills Park and Recreation District.

The Board directed legal counsel to prepare an initial draft Memorandum of Understanding among Midtown at Clear Creek MD, Hyland Hills Park and Recreation District and Brookfield Residential (Colorado) LLC (and/or Midtown LLC) setting out the framework for the discussion surrounding the planning and future ownership and operation of the Facility Park, and to negotiate the same with the other parties before bringing a final version of the Memorandum to the full Board for its consideration.

The Board appointed Director Clark and Director Tully to act as the Park Development Committee and authorized them to attend meetings and discussions with Hyland Hills and Brookfield representatives concerning the Facility Park, gather information from those meetings and report back to the full Board during public meetings of the District. The Committee members are not authorized to make decisions on behalf of the District. The Board also determined to schedule additional special meetings as necessary to hear reports from the Committee and take necessary official action regarding the Facility Park.

The Board determined to work to engage the residents of the District in this discussion as well.

Other Business

Next Regular Meeting – May 18th, 2021

Adjourn

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

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Travis Tully

Travis Tully (May 24, 2021 14:51 MDT)

Secretary for the Meeting

Midtown at Clear Creek MD - Meeting items for Signature

Final Audit Report

2021-05-24

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