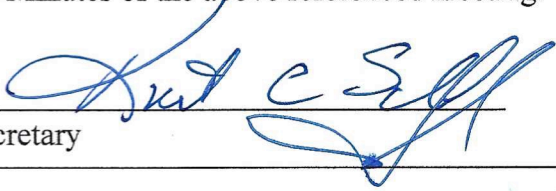


RECORD OF PROCEEDINGS

	<p>MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE MUEGGE FARMS METROPOLITAN DISTRICT NO. 3</p> <p>Held: Thursday, March 4, 2021, at 9:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of COVID-19 by limiting in-person contact, this meeting was held via Zoom videoconference and teleconference.</p>
<p>Attendance</p>	<p>A Special Meeting of the Board of Directors of the Muegge Farms Metropolitan District No. 3, Town of Bennett, County of Adams, State of Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:</p> <p align="center">James E. Marshall John Vitella</p> <p><u>Also present were:</u></p> <p>MaryAnn McGeady, Esq., McGeady Becher P.C. Suzanne Meintzer, Esq., McGeady Becher P.C. Craig Sorensen, McGeady Becher P.C. Eric Weaver, Marchetti & Weaver, LLC Stephen Lloyd, Marchetti & Weaver, LLC Kurt C. Schlegel, Special District Solutions, Inc.</p> <p>The meeting was open to the public.</p> <p>Mr. Schlegel confirmed the presence of a quorum and Director Marshall called the meeting to order at 10:30 a.m.</p>
<p>ADMISTRATIVE MATTERS:</p>	
<p>Disclosure of Potential Conflicts of Interest</p>	<p>The Board 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</p>

	disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Meintzer that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no new conflicts of interest were disclosed at the meeting.
Quorum / Meeting Location and Manner / Posting of Notices / Agenda	<p>The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the venue for the District's board meeting. Following discussion, and upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board determined that because of current virus-related recommendations, it was determined to conduct the meeting virtually. The Board further noted that notice of this meeting venue was duly posted and that no objections or any requests that the meeting venue be changed were received from taxpaying electors within its boundaries.</p> <p>Upon motion duly made by Director Marshall, seconded by Director Vitella and, upon vote unanimously carried, the Agenda was approved.</p>
Director Daniel D. Watts Resignation	Attorney Meintzer stated that Director Watts had submitted his resignation from the District's Board of Directors effective February 25, 2021. Upon motion duly made by Director Marshall, seconded by Director Vitella and, upon vote unanimously carried, the resignation of Daniel D. Watts from the Muegge Farms Metropolitan District No. 2 Board of Directors was acknowledged.
Consent Agenda	<p>Upon motion duly made by Director Marshall, seconded by Director Vitella and, upon vote, unanimously carried, the Board approved or ratified approval of (as appropriate), the Consent Agenda items, as follows:</p> <p>A. Approve the minutes of the January 14, 2021 Special Meeting.</p>
PUBLIC COMMENT:	None.
FINANCIAL MATTERS:	

Ratification / Approval of Claims	Mr. Weaver presented a list of the District's unpaid claims through February 2021 for the Board's consideration and noted the need for a developer advance to pay for the outstanding payables presented. Following review and discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board approved the District's unpaid claims totaling \$23,326.14 as presented.
Unaudited Financial Statements	Mr. Weaver presented the District's unaudited financial statements for the period ending December 31, 2020. Following review and discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2020.
2020 Audit Exemption Application	Mr. Weaver presented a copy of the District's 2020 Audit Exemption Application for the Board's review and Consideration. Following review and discussion and upon a motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board approved the 2020 Audit Exemption Application as presented. Mr. Weaver stated that he will circulate the Application for the Board members' signatures and submit to the State Auditor's office prior to the March 31, 2021 deadline.
LEGAL MATTERS:	
Operation Funding Agreement	Attorney Meintzer discussed a proposed Operation Funding Agreement for the Board's consideration. Following discussion and upon a motion duly made by Director Vitella, seconded by Director Marshall and upon vote unanimously carried, the Board approved the Operation Funding Agreement between the Muegge Farms Metropolitan District No. 3 and MGV 36 South Investments, LLC.

<p>Public Hearing to consider inclusion of approximately 20.17 acres of property owned by Debra K. Brunner and Eric W. Brunner.</p>	<p>Director Marshall opened the public hearing to consider the inclusion of approximately 20.17 acres of property owned by Debra K. Brunner and Eric W. Brunner.</p> <p>It was noted that publication of Notice stating that the Board would consider the inclusion of the property, and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing. No public comments were received, and the public hearing was closed.</p> <p>Following review and discussion, upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the Board approved the inclusion of the property and adopted Resolution No. 2021-03-01, Resolution for Inclusion of Real Property.</p>
<p>Muegge Farms Metropolitan Districts Nos. 5, 6, 7, and 8</p>	<p>It was noted that the organizational elections for the new districts were held on November 3, 2020, and that Counsel plans to submit motions to the District Court to organize the new districts on or about March 5, 2021.</p>
<p>OTHER BUSINESS: None</p>	
<p>Adjournment</p>	<p>There being no further business coming before the Board, upon motion duly made by Director Marshall, seconded by Director Vitella, and upon vote unanimously carried, the meeting was adjourned at 10:44 a.m.</p>
	<p>The foregoing Minutes were approved by the Board of Directors on May 26, 2021.</p>
	<p>The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.</p> <p style="text-align: right;">  _____ Secretary </p>