

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF FOUNDRY LOVELAND METROPOLITAN DISTRICT

HELD

April 19, 2018

The Board of Directors of the Foundry Loveland Metropolitan District held a special meeting, open to the public, at the offices of Pinnacle Consulting Group, Inc. at 550 West Eisenhower Boulevard, Loveland Colorado 80538; at 3:30 p.m. Thursday, April 19, 2018.

ATTENDANCE: A special meeting of the Board of Directors of Foundry Loveland Metropolitan District was called and held as shown above and in accordance with the applicable statues of the State of Colorado. The following directors, having confirmed their qualifications to serve on the Board, were in attendance:

Directors in Attendance:

Jay Hardy, Vice President
Peter Yoo, Treasurer
Sherman (Buzz) Miller, Secretary

Directors Absent but Excused:

Shannon Stearman, President

Also in Attendance:

Alan Pogue, Esq; Icenogle Seaver Pogue, P.C.
Brian Doble, Tom Flock, Shannon McEvoy, and Jason Woolard; Pinnacle Consulting Group, Inc.

CALL TO ORDER The meeting was called to order at 3:30 p.m. by Director Hardy.

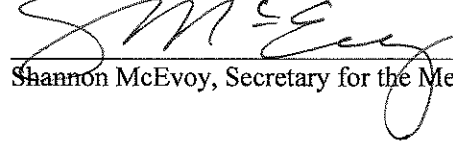
CONFLICT OF
INTEREST
DISCLOSURE

Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's office and with the District's Board. Mr. Pogue advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the 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 Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

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

Respectfully Submitted,


Shannon McEvoy, Secretary for the Meeting

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APPROVAL OF
AGENDA

The Board reviewed the agenda as amended to include item II. B., Discussion on Plaza Capital Updates. Upon motion duly made by Director Hardy, and seconded by Director Yoo, it was unanimously

RESOLVED to approve the agenda, as amended.

APPROVAL OF
MINUTES

The minutes of the regular meeting held on March 15, 2018 were presented. Upon motion duly made by Director Yoo, and seconded by Director Miller, it was unanimously

RESOLVED to approve the minutes of the March 15, 2018 meeting, as presented.

FINANCIAL ITEMS

Marketing Budget Discussion: The Board discussed the pre-opening marketing budget. Director Hardy will forward the working marketing plan to legal counsel for review.

Plaza Capital Updates: The Board discussed the future acceptance of public elements in the District. The District will coordinate with the City of Loveland, Brinkman, and Brinkman Construction for the funding, build, and acceptance of the splash pad project.

LEGAL ITEMS

Approval of IGA with Loveland Urban Renewal Authority Concerning Tax Revenues for Operations and Maintenance Expenses: Mr. Pogue discussed the IGA with the Loveland Urban Renewal Authority stating no comments have been received from the URA at this time.

Video Board Legal Plan: Director Hardy presented the plan for the addition of a video board that will be affixed to the parking garage. Mr. Pogue will review the legalities of the plan and provide input prior to execution.

DISTRICT
MANAGER ITEMS

Plaza Operations and Maintenance Plan: Mr. Woolard and Mr. Doble presented an outline of the District assets and maintenance program budget to the Board and answered questions.

OTHER ITEMS

Director Tax Liability: Mr. Flock reviewed the director tax liability obligations, stating invoices would be generated in the near future.

ADJOURNMENT

There being no further business to come before the Board at this time the meeting was adjourned at 4:44 p.m.
