

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF

COLORADO NEW ENERGY IMPROVEMENT DISTRICT

HELD: Monday the 11th day of April, 2016, at 2:00 p.m. at 1580 Logan Street,
Suite 100, Main Conference Room, Denver, Colorado 80203

ATTENDANCE:

A regular meeting of the Board of Directors of the Colorado New Energy Improvement District 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:

Paul Scharfenberger, Chair
Christopher Schulken, Vice-Chair (via conference call, left call at 3:30pm)
Eric Blank, Secretary (via conference call)
Ken Myers (via conference call)
Drew Torbin (via conference call)
Jenifer Waller (absent, absence excused)
Emily Startz (via conference call)

Others present included the following:

Jeffrey King, Colorado Energy Office

CALL TO ORDER:

Chair Scharfenberger noted that a quorum was present for the purpose of conducting a meeting of the Board of Directors of the Colorado New Energy Improvement District and called the meeting of the Board of Directors of the District to order at approximately 2:05 p.m.

APPROVAL OF MINUTES:

The Board considered the minutes from the special meeting of the Board held December 14, 2015. Chair Scharfenberger provided a summary of the meeting minutes.

Upon motion duly made, seconded, and unanimously approved, the Board approved the minutes.

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HOUSEKEEPING ITEMS:

- (a) DISCUSSION OF RESOLUTION 2016-R-01. Recording Secretary King and Chair Scharfenberger updated the board on the obtainment of insurance from the Special District Association (SDA) through broker T. Charles Wilson Insurance. The Board sought confirmation that the coverage included directors and office liability (D&O) insurance. As Attorney McAskin was not in attendance, it could not be fully confirmed that the public officials liability contained in the existing coverage was the same as the D&O insurance. Chair Scharfenberger committed to obtaining this confirmation from Attorney McAskin and disseminating to the Board for approval of existing policy.
- (b) REVIEW AND DISCUSSION ON CONTRACTING WITH LEGAL COUNSEL. Chair Scharfenberger provided an update on status of engagement with legal counsel. Attorneys McAskin and Juran no longer belong to the same law firm, requiring the Board to deliberate on how to proceed with legal counsel. Upon motion duly made, seconded, and unanimously approved, the Board authorized Chair Scharfenberger and Recording Secretary King to obtain proposals from both firms so the Board may determine to contract with both, one, or none of the legal firms.
- (c) REVIEW AND DISCUSSION OF SB 16-171. Chair Scharfenberger provided a background and overview of the need for PACE cleanup legislation and walked the Board through the amendments contained within. The Board agreed to have Chair Scharfenberger represent the NEID for congressional presentations or testimonies.
- (d) MOTION TO ADOPT A "RETROACTIVE" PROVISION. Chair Scharfenberger described two scenarios for retroactive PACE financing: (1) projects that have already been completed with third-party financing, and (2) projects that have moved forward but have not yet closed on financing. The Board agreed that it is too early to make a decision on Scenario #1 but may revisit in the future. The Board expressed interest in Scenario #2 but decided to postpone action until a later date.
- (e) MOTION TO ALLOW PUBLIC BUILDINGS TO PARTICIPATE. Chair Scharfenberger presented an informal legal opinion from Attorney Juran regarding the definition of a commercial building in the PACE statute. The interpretation confirmed that public buildings fit the definition of a commercial building and can participate in the program. Upon motion duly made, seconded, and unanimously approved, the Board agreed to allow public buildings to participate, but requested that such eligibility not yet be actively marketed.

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- (f) MOTION TO EXPLORE EXPANDING PROGRAM INTO RESIDENTIAL SECTOR. Chair Scharfenberger confirmed that the current PACE statute does not need to be changed in order to allow for expansion into residential PACE. Board agreed to actively research and consider PACE while postponing official decision until a later meeting. Board also recommended hiring an outside consultant to examine residential PACE.

DIRECTOR ITEMS:

None.

NEW BUSINESS:

None.

ADJOURNMENT:

There being no further business at said regular meeting, and following a motion duly made, seconded, and unanimously approved, the Board adjourned the regular meeting of the Board of Directors of the Colorado New Energy Improvement District at approximately 4:00 p.m.



Recording Secretary

