

MINUTES OF A SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF

BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2 & FLATIRON MARKETPLACE METROPOLITAN DISTRICT (“Districts”)

Held: Wednesday, April 22, 2020 at 10:00 a.m. via teleconference

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

**Joint Meeting**

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

**Attendance**

A special meeting of the Boards of Directors of the Broomfield Village Metropolitan District No 2 & Flatiron Marketplace Metropolitan District, County of Broomfield, Colorado (“**Boards**”), 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:

Michael Tamblyn  
Richard Merkel

Also present were:

George M. Rowley, Esq., White Bear Ankele Tanaka & Waldron,  
District General Counsel and Georgia Harland and Diane  
Wheeler, Simmons and Wheeler, District Accountants

Also present: Dave Hollard, Provident Real Estate

**Call to Order** Director Tamblyn noted that a quorum of the Boards were present and called the meeting to order.

**Disclosure of Potential Conflicts of Interest** Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Rowley inquired into whether members of the Boards 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 Boards to act.

**Agenda** The agenda for the District's special meeting was distributed for the Boards' review. Following discussion and upon motion duly made and seconded the Boards unanimously approved the agenda.

**Public Comment** None.

**Consent Agenda** Following a summary by Mr. Rowley, the items on the consent agenda were approved and/or adopted by one motion duly made and seconded, and unanimously carried.

1. Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings
2. Resolution of Electronic Signature Policy
3. Minutes from October 1, 2019 Special Meeting

**Legal Matters**

Update on Bond Issue Mr. Holland provided an update on the Bond Issue.

Consider Approval of District Coordinating Services Agreement Mr. Rowley presented the Boards with District Coordinating Services Agreement for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Approval of Proposal for District Engineer

The Boards discussed the need to engage a district engineer. Following discussion, the board requested Mr. Rowley to provide 3 proposals and provide at the next meeting.

### **Financial Matters**

Payables/Financials

The Boards engaged in a general discussion regarding the payables/financials. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved and ratified the payables and accepted the financials.

Audit Proposal

Ms. Wheeler presented the Broomfield Village Board with the Proposal for the 2019 Audit for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved Hiratsuka and Associates for \$5,200.

### **Other Business**

**Adjournment**

There being no further business to come before the Boards and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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

**Michael Tamblyn**

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 7<sup>th</sup> day of July, 2020.

Signature:   
Mike Tamblyn (Jul 7, 2020 12:01 MDT)

Email: [mtamblyn@thekroenkegroup.com](mailto:mtamblyn@thekroenkegroup.com)