

MINUTES OF A SPECIAL MEETING OF THE BOARDS OF DIRECTORS
OF
BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2
& FLATIRON MARKETPLACE METROPOLITAN DISTRICT
("Districts")

Held: Friday, December 11, 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; Diane Wheeler, Simmons and Wheeler, District Accountants; Dave Holland, Provident Real Estate; and David Olderman.

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.

Appointment of Directors

The Board discussed the appointment of officers. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed David Olderman.

Approval of 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 as presented.

Public Comment

None.

Consent Agenda

Following a summary by Mr. Rowley, the items on the consent agenda were approved by one motion duly made and seconded, and unanimously carried.

1. Minutes from October 6, 2020 Special Meeting
2. Minutes from November 24, 2020 Special Meeting

Legal Matters

Bond Issuance Update

The Boards engaged in a general discussion regarding an update on the Bond Issuance. No action was taken.

Public Hearing on Petition for Exclusion of Real Property From Broomfield Village Metropolitan District No. 2

Director Tamblyn opened the public hearing on the Petition for Exclusion of Property Tract F, Lots 21, 28, 4 and 18. Mr. Rowley noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Resolution and Order for Exclusion of Real Property

Mr. Rowley reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Petition for Inclusion of Real Property into Flatiron Marketplace Metropolitan District

Director Tamblyn opened the public hearing on the Petition for Inclusion of Property Lots 21, 28, and 4. Mr. Rowley noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Resolution and Order for Inclusion of Real Property

Mr. Rowley reviewed the Petition and Resolution and Order for Inclusion of Property with the Board of Flatiron Marketplace considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of Flatiron Marketplace determined to grant the petition and adopt the resolution for inclusion.

Financial Matters

None.

Consider Adoption of Resolution to Amend 2020 Budget (if necessary)

Ms. Wheeler determined there was no budget amendments needed.

Consider Adoption of Resolution to Adopt 2021 Budget and Set Mill Levies *Broomfield Village Metropolitan District No. 2*

Director Tamblyn opened the public hearing on the proposed 2021 Budget. Mr. Rowley noted that the notice of public hearing was provided in accordance with Colorado law in the *Broomfield Enterprise*. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Wheeler reviewed the 2021 Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 5.000 mills for the general fund and 50.000 mills for the general fund, with the changes discussed.

*Flatiron Marketplace
Metropolitan District*

Director Tamblyn opened the public hearing on the proposed 2021 Budget. Mr. Rowley noted that the notice of public hearing was provided in accordance with Colorado law in the *Broomfield Enterprise*. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Wheeler reviewed the 2021 Budget Resolution with the Board of Flatiron Marketplace. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 30.000 mills for the general fund with the changes discussed.

Other Business

Construction Update Mr. Holland provided a general update regarding construction. No action was taken.

Next Meeting January 5, 2021 at 10:00 a.m. via teleconference

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

Rick Merkel
Rick Merkel (Oct 6, 2021 15:56 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 5th day of January, 2021.