

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

Held: Tuesday, January 18, 2022 at 10:00 a.m. 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. and Erin K. Stutz, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons and Wheeler, District Accountants; and Dave Holland, 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 Regular 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

No public present. Mr. Holland provided a project update. Phase I is anticipated to be complete by February 2022. Mr. Holland preparing final cost certification. A new bond issuance may be needed for Phase II.

Consent Agenda

Mr. Rowley provided the items on the consent agenda to the Boards. Mr. Rowley advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded and unanimously carried, the Boards approved and ratified the following items:

- Minutes from October 5, 2021
- Heather Sosa Creative Contract for Website Services
- Amendment for the Resolution Calling May 2022 Election
- Amendment for the Annual Administrative Resolution

Legal Matters

None.

Financial Matters

Consider Acceptance of Unaudited Financials and Approval of Claims

Ms. Wheeler presented the unaudited financial statements to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously accepted the unaudited financials. Ms. Wheeler presented the claims. Following discussion upon a motion duly made and seconded, the Boards unanimously accepted the claims in the amount of \$42,302.89.

Conduct 2022 Budget Amendment Hearing and Consider Adoption of Resolution to Amend 2022 Budget

Director Tamblyn opened the public hearing on the 2022 Budgets. Mr. Rowley noted that the notice of public hearing was published in accordance with Colorado law in the *Broomfield Enterprise*. No written objections were received prior to the meeting. There being no public comment, the hearing was closed.

*Broomfield Village
Metropolitan District
No. 2*

Ms. Wheeler reviewed the 2022 Budget with the Board of Broomfield Village Metropolitan District No. 2. Following discussion, upon a motion duly made and seconded, the Board of Broomfield Village Metropolitan District No. 2 unanimously adopted the resolution amending the 2022 Budget as discussed, appropriating funds therefore and decreased the mills for the general fund.

*Flatiron Marketplace
Metropolitan District*

Ms. Wheeler reviewed the 2022 Budget with the Board of Flatiron Marketplace Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board of Flatiron Metropolitan District unanimously amended the resolution adopting the 2022 Budget as discussed, appropriating funds therefore and certifying 20.000 mills for the general fund.

Mr. Rowley to contact Colorado Liability Pool in regards to a recent insurance bill that may include the parking structure.

Ms. Wheeler asked for an update regarding the election. Mr. Rowley notes that there is no indication that a full election is necessary. Mr. Rowley provides an update to the Board regarding election terms.

Other Business

None.

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

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 5th day of April, 2022.