

MINUTES OF JOINT REGULAR MEETING OF THE BOARDS OF DIRECTORS
OF
BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2 & FLATIRON MARKETPLACE METROPOLITAN DISTRICT (“Districts”)

Held: Tuesday, April 4, 2023, 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 regular 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; and Dave Holland, Provident Realty Advisors.

Call to Order

Director Tamblyn noted that a quorum of the Boards was 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 as to whether any

Directors of the Boards had any additional disclosures of potential or existing conflicts of interest with respect to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the Directors present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Agenda

The agenda for the Districts' regular meeting was distributed for review by the Boards. Following discussion, and upon motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

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 and seconded, the Boards unanimously approved, adopted and ratified the following items:

- October 4, 2022 Joint Meeting Minutes

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, and upon a motion duly made and seconded, the Boards unanimously accepted the unaudited financials.

Ms. Wheeler presented the claims to the Boards for consideration. Following discussion, and upon a motion duly made and seconded, the Boards unanimously accepted the claims as presented.

Consider Approval of
2022 Auditor (Broomfield
Village No. 2)

The Board engaged in a general discussion regarding the 2022 Auditor for Broomfield Village No. 2. Following discussion, and upon a motion duly made and seconded, the Board unanimously approved using the same auditor as the previous year.

Consider Ratification of
Application for Audit
Exemption (Flatiron
Marketplace)

The Board engaged in a general discussion regarding ratifying the application for the Audit Exemption for Flatiron Marketplace. Following discussion, and upon a motion duly made and seconded, the Board unanimously ratified the Audit Exemption application.

Discuss IFF Funds and
Protentional for
Additional Bond Issuance
for Public Improvements

Mr. Holland provided an update to the Board. The development plan for Phase 2 was approved and grading will occur in either July or August of this year, with construction of the 352 units to begin following. It was noted that there may be a need for some financing for oversized water/sewer lines, but they will attempt to use the TIFFF revenue and not issue additional debt. Mr. Holland also mentioned that no retail has been leased under first phase; and that there will be an additional 2,500 square feet of commercial under second phase.

Other Business

None.

Adjournment

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

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

Rick Merkel

Rick Merkel (Nov 2, 2023 15:02 MDT)

Secretary for the Meeting

The foregoing Minutes were approved by the Boards of Directors on the 3rd day of October 2023.