

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF SKYVIEW MEADOWS METROPOLITAN DISTRICT

Held: Wednesday, April 7, 2021, at 9:00 A.M., via teleconference

The meeting was held via teleconference due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the COVID-19 coronavirus.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following Directors were in attendance:

Dan Martin
Daniel A. Martin
Ben Cherrington

Director Wollner was absent and excused. All absences are deemed excused unless otherwise noted in these minutes.

Also present were: Blair M. Dickhoner, Esq., and Audrey G. Johnson, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Rick Gonzales, Marchetti and Weaver, LLC; and Micaela Flores, a candidate for the Board.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

Approval of Agenda

Mr. Dickhoner presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Disclosure Matters

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

Director Matters

Discuss Current Vacancy The Board engaged in discussion regarding the current vacancy on the Board.

Consider Appointment of Qualified Individual and Administer Oath of Office Following discussion, upon a motion duly made and seconded, the Board unanimously approved the appointment of Micaela Flores to the Board and her Oath of Office was administered.

Election of Officers The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board elected Director Flores as Treasurer and Secretary.

Public Comment None.

Consent Agenda Mr. Dickhoner advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- a. November 4, 2020 Special Meeting Minutes
- b. Application for Exemption from Audit

Legal Matters

Consider Approval of Termination of Infrastructure Acquisition Agreement and Funding and Reimbursement Agreement with Firestone Venture, LLC dated January 1, 2020 Mr. Dickhoner presented the Termination of Infrastructure Acquisition Agreement and Funding and Reimbursement Agreement with Firestone Venture, LLC dated January 1, 2020 to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the termination.

Consider Approval of Funding and Reimbursement Agreement (Operations & Maintenance) Mr. Dickhoner presented the Funding and Reimbursement Agreement (Operations & Maintenance) with Firestone Venture, LLC to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously

with Firestone Venture, LLC

approved the agreement.

Consider Approval of Funding and Reimbursement Agreement (Capital) with Firestone Venture, LLC

Mr. Dickhoner presented the Funding and Reimbursement Agreement (Capital) with Firestone Venture, LLC to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Approval of Infrastructure Acquisition and Reimbursement Agreement with Firestone Venture, LLC

Mr. Dickhoner presented the Infrastructure Acquisition and Reimbursement Agreement with Firestone Venture, LLC to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement.

Consider Approval of First Amendment to Intergovernmental Agreement for Property Tax Increment Revenue Sharing Between the Firestone Urban Renewal Authority and the District (Bighorn Urban Renewal Plan)

Mr. Dickhoner presented the First Amendment to Intergovernmental Agreement for Property Tax Increment Revenue Sharing Between the Firestone Urban Renewal Authority and the District (Bighorn Urban Renewal Plan) to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the amendment.

Discuss Acceptance of District Eligible Costs

Mr. Dickhoner presented on the process for the district to accept costs for reimbursement. No Board action taken.

Bond Issuance

Consider Approval of General Counsel Fee Disclosure Letter

Mr. Dickhoner presented the General Counsel Fee Disclosure Letter to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the letter.

Ratify Approval of Agreement for Consulting Services with MuniCap

The Board reviewed the Agreement for Consulting Services with MuniCap. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified approval of the agreement.

Ratify Engagement of Kline Alvarado Veio PC as Bond Counsel

The Board reviewed the engagement letter from Kline Alvarado Veio PC. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified approval of the engagement of Kline Alvarado Veio PC as Bond Counsel.

Ratify Engagement of

The Board reviewed the engagement letter from Ballard Spahr

Ballard Spahr LLP as
Disclosure and Underwriter
Counsel

LLP. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified approval of the engagement of Ballard Spahr LLP as Disclosure and Underwriter Counsel.

Ratify Engagement of D.A.
Davidson & Co for
Investment Banking
Services

The Board reviewed the engagement letter from D.A. Davidson & Co. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified approval of the engagement of D.A. Davidson & Co for Investment Banking Services.

Financial Matters

Financials/Payables

Mr. Weaver presented the Board with the Statement of Net Position dated December 31, 2020 and a list of Claims through March 31, 2021. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the Statement of Net Position and ratified the payment of claims for November 4, 2020 through March 31, 2021 totaling \$35,639.69.

Other Business

Next Regular Meeting

The next regular meeting is scheduled for July 7, 2021.

Adjourn

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

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

Micaela Flores

Micaela Flores (Jul 12, 2021 14:23 MDT)

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 7th day of July, 2021.